

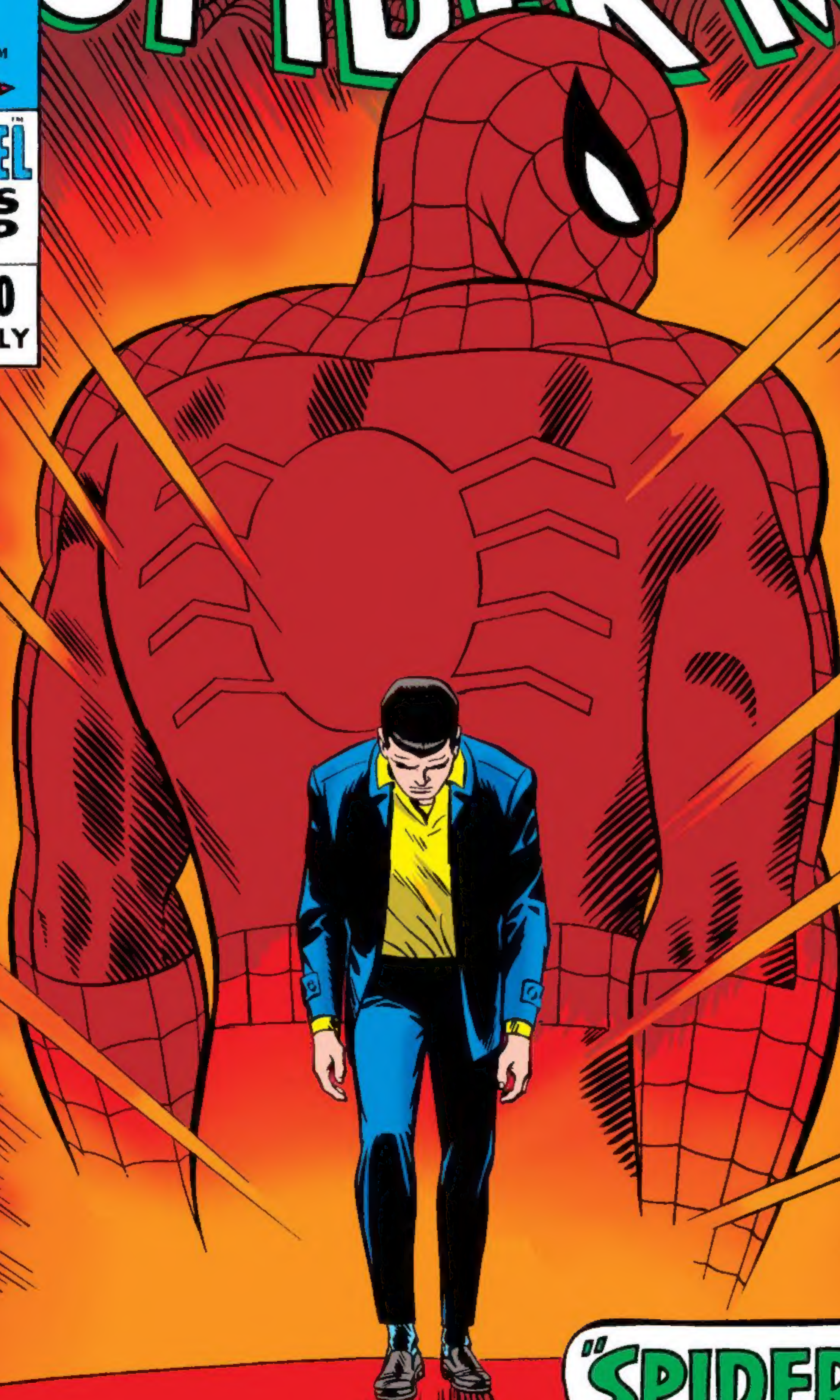


the AMAZING SPIDER-MAN™

APPROVED
BY THE
COMICS
CODE
AUTHORITY

MARVEL
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GROUP

12¢ 50
IND. JULY



"SPIDER-MAN
NO MORE!"

THE AMAZING SPIDER-MAN!

"SPIDER-MAN NO MORE!"

WHAT SAY WE SKIP ANY LONG INTRODUCTIONS? IF ONE GLANCE DOESN'T TELL YOU WHERE THIS LITTLE CAPER'S AT, THEN TURN IN YOUR WEB-SHOOTER ON THE WAY OUT!

KRAK!

POW!

WAP!

STAN
(THE MAN)
LEE



JOHNNY
(RING-A-DING)
ROMITA

INVITE YOU TO JOIN THE CAPRICIOUS COMPANY OF:

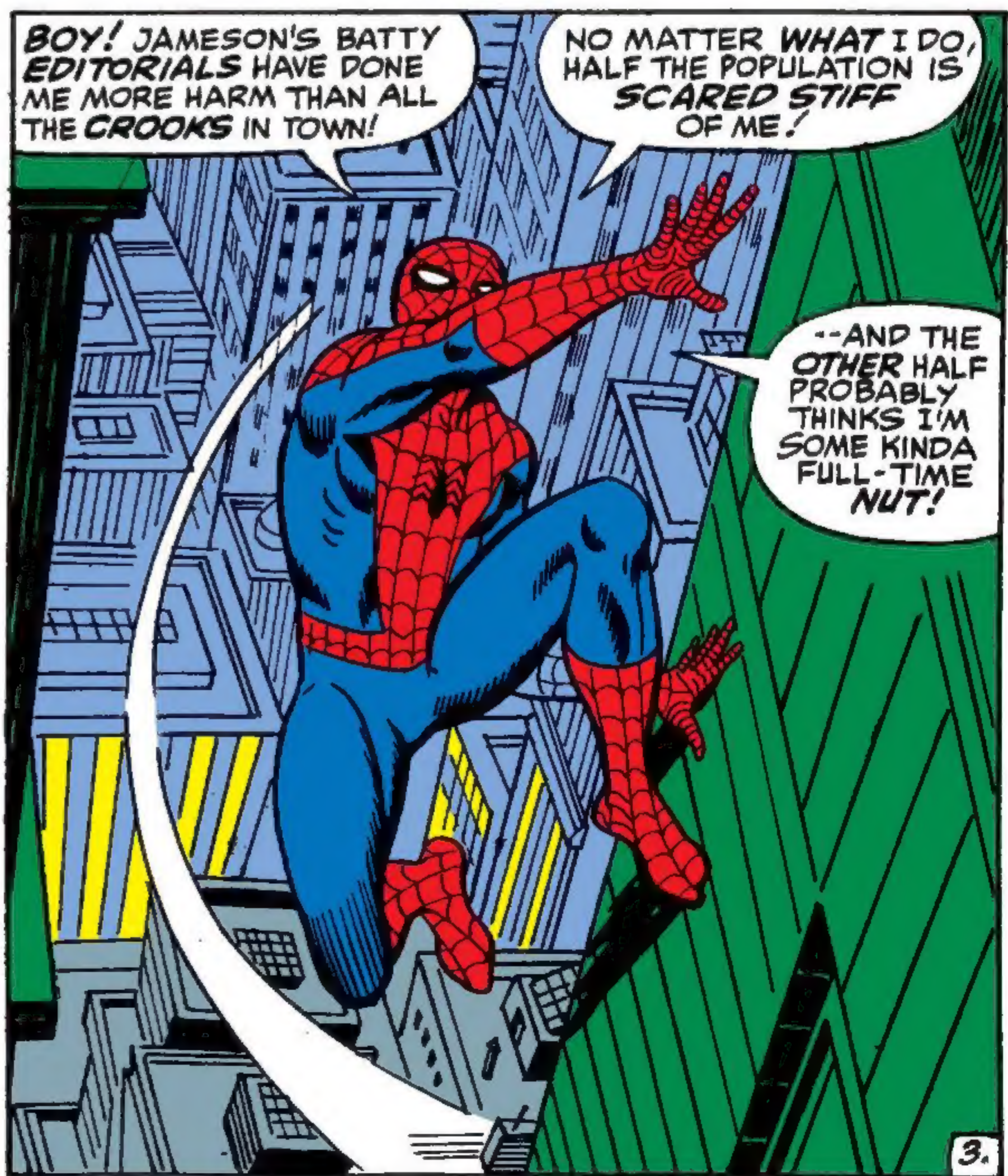
MICKEY DIMEO
INKER

and

SAM ROSEN,
LETTERER

HANG
LOOSE,
HERO!!
IT'S
ACTION
TIME..!







WELL, WHO CARES WHAT PEOPLE THINK, ANYWAY?

THAT'S JUST THE TROUBLE--

I CARE!



EVERYONE FLIPS OVER THE FF...

THEY THINK DAREDEVIL'S THE COOLEST...

CAPTAIN AMERICA TURNS 'EM ON---

BUT, JUST MENTION SPIDER-MAN...AND FREEZE-VILLE!



I'LL NEVER UNDERSTAND HOW IT HAPPENED!

I DON'T STEAL CANDY FROM BABIES, OR TIE TIN CANS ON PUPPY DOGS!

IT'S ALL JAMESON'S FAULT! HE'S GOT THE PUBLIC CONVINCED THAT NEXT TO ME, GENGHIS KHAN WAS A PIKER!

THE PUBLIC! THE MORE I HELP THEM... THE MORE THEY HATE ME!



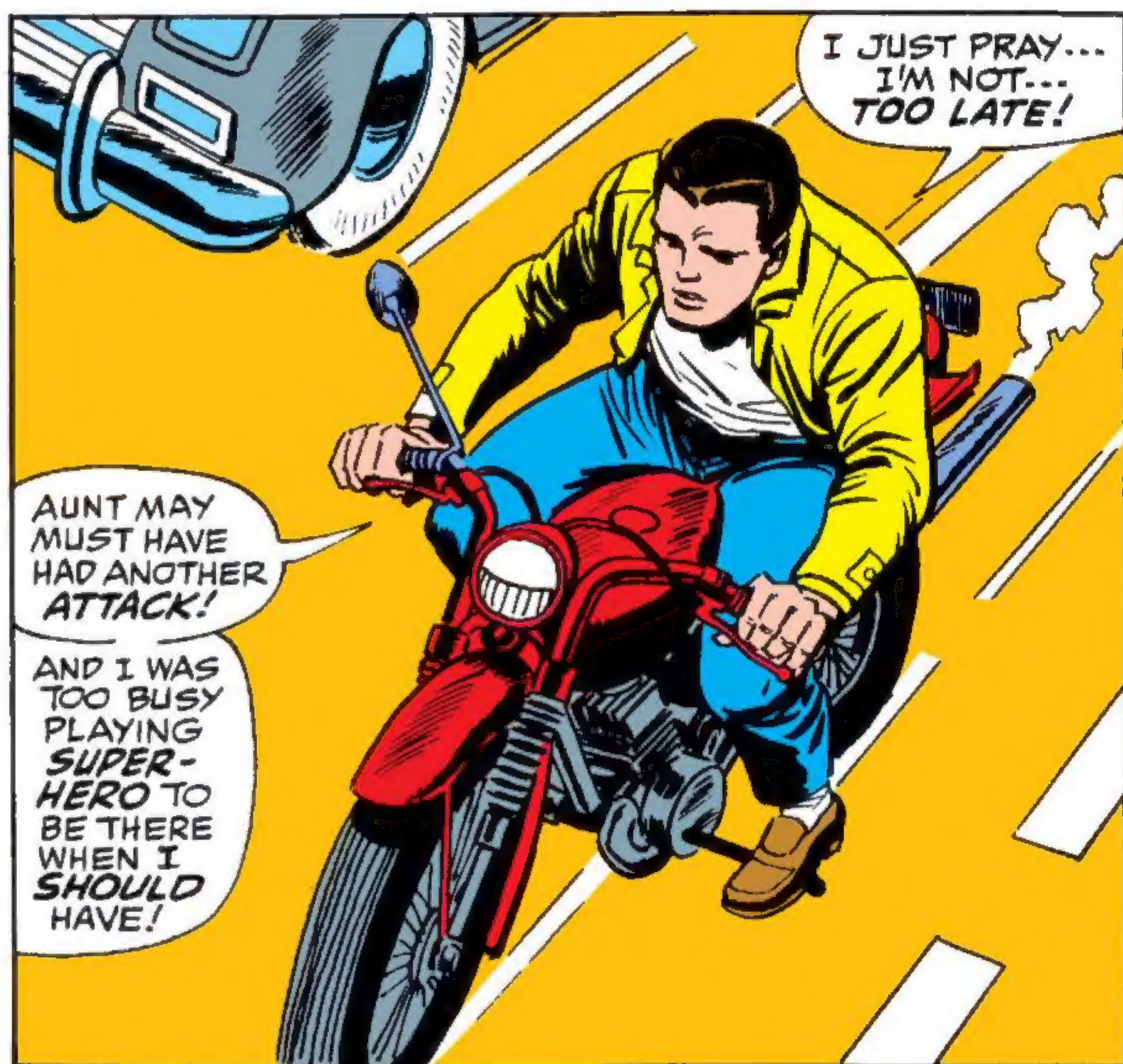
MINUTES LATER, REACHING HIS APARTMENT, THE BROODING YOUTH FINDS ANOTHER CAUSE FOR CONCERN...

MRS. WATSON CALLED EARLIER... IT'S YOUR AUNT... SHE'S ILL!

WANT ME TO DRIVE YOU THERE, PETE?

AUNT MAY! THAT MEANS... SHE NEEDS ME!

I'LL TAKE MY BIKE, HARRY! IT'S FASTER!



I JUST PRAY... I'M NOT... TOO LATE!

AUNT MAY MUST HAVE HAD ANOTHER ATTACK!

AND I WAS TOO BUSY PLAYING SUPER-HERO TO BE THERE WHEN I SHOULD HAVE!



MRS. WATSON! I GOT HERE AS FAST AS I COULD! WHAT HAPPENED??

IT'S ALL RIGHT, PETER! SHE'S RESTING NOW! LUCKILY, THE DOCTOR WAS JUST PASSING BY! IF NOT FOR THAT..!

WHERE IS SHE? CAN I SEE HER?



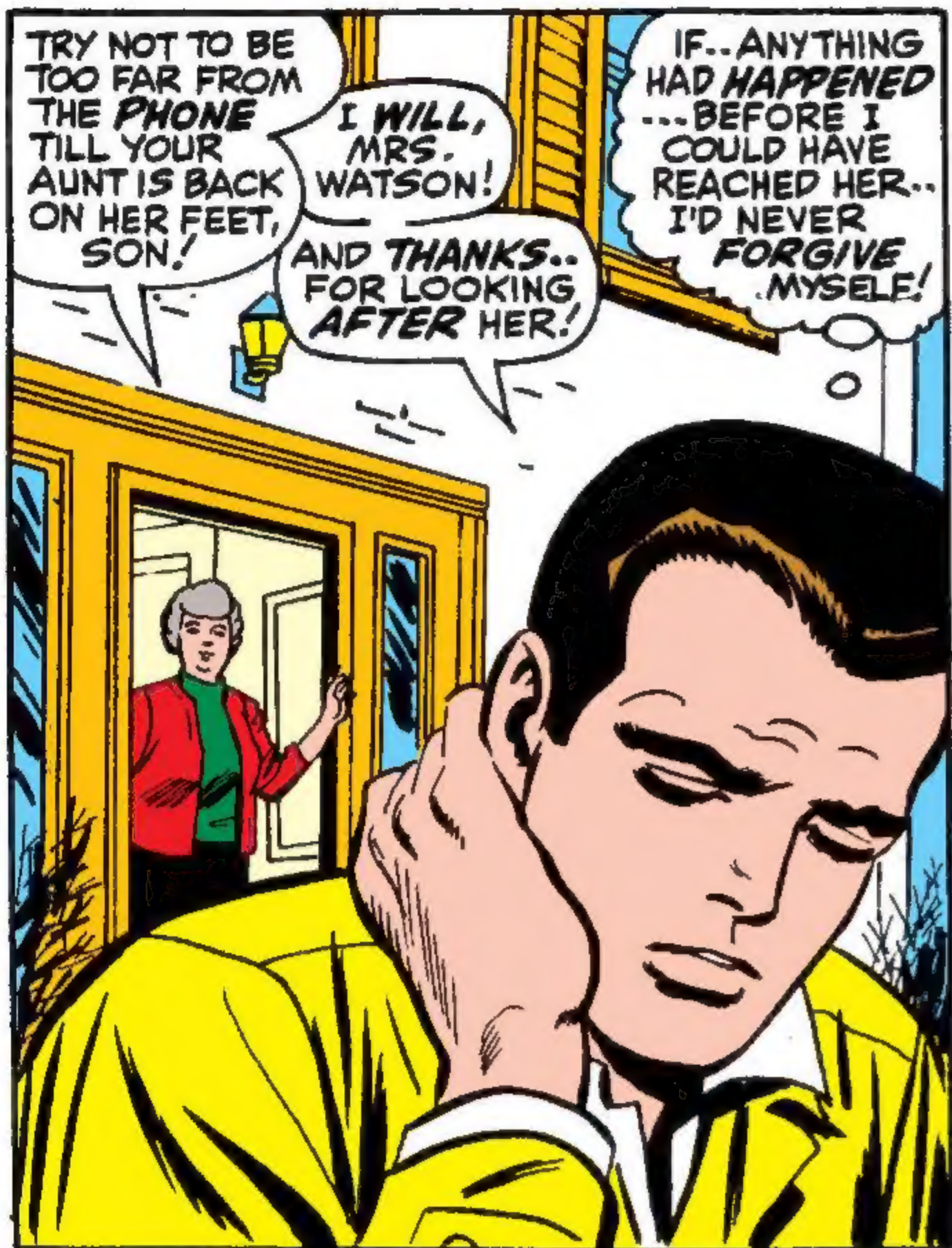
SHE KEPT CALLING FOR YOU... WONDERING WHERE YOU WERE! SHE WAS SO WORRIED!

IF I HAD BEEN AT HOME... LIKE ANY OTHER NORMAL GUY... THEY COULD HAVE REACHED ME FAST!

BUT THEN, DR. BROMWELL MANAGED TO GIVE HER A SEDATIVE!

BUT NO... I WAS OUT.. FLEXING MY MUSCLES.. TRYING TO HELP THE VERY PEOPLE WHO FEAR ME!

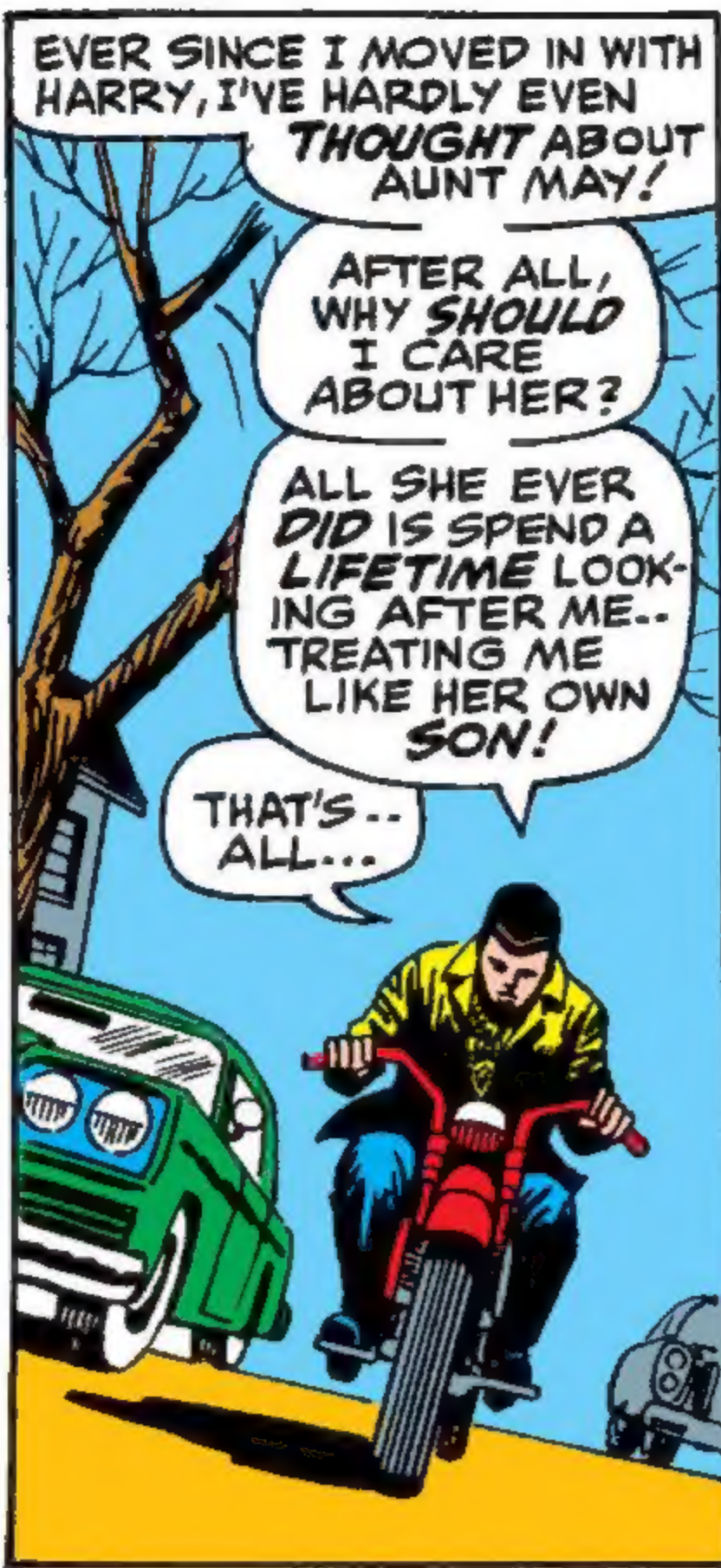
WE'D BETTER LET HER SLEEP, PETER! I'LL TELL HER YOU WERE HERE!



TRY NOT TO BE TOO FAR FROM THE PHONE TILL YOUR AUNT IS BACK ON HER FEET, SON!

I WILL, MRS. WATSON! AND THANKS.. FOR LOOKING AFTER HER!

IF.. ANYTHING HAD HAPPENED ... BEFORE I COULD HAVE REACHED HER.. I'D NEVER FORGIVE MYSELF!

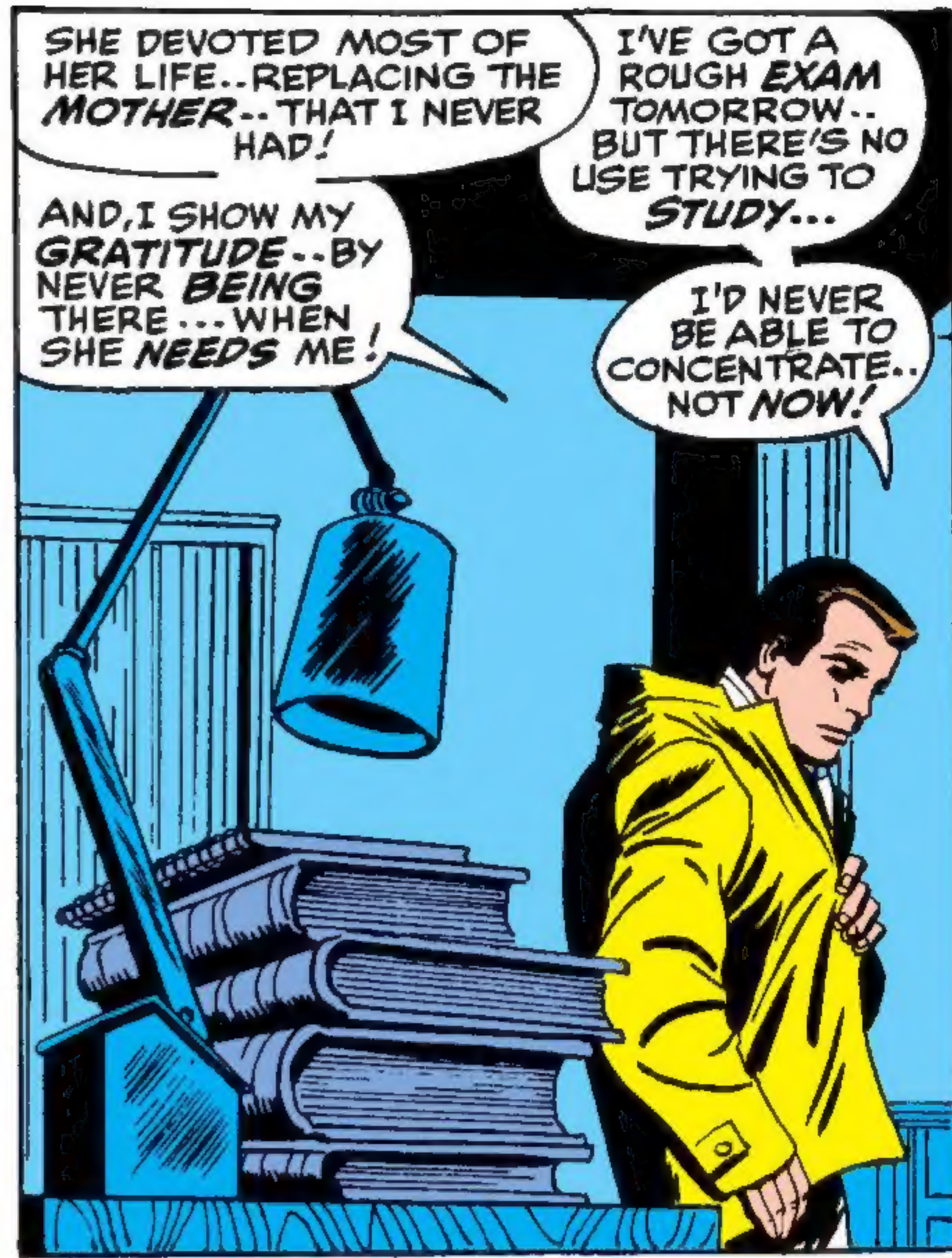


EVER SINCE I MOVED IN WITH HARRY, I'VE HARDLY EVEN THOUGHT ABOUT AUNT MAY!

AFTER ALL, WHY SHOULD I CARE ABOUT HER?

ALL SHE EVER DID IS SPEND A LIFETIME LOOKING AFTER ME.. TREATING ME LIKE HER OWN SON!

THAT'S... ALL...

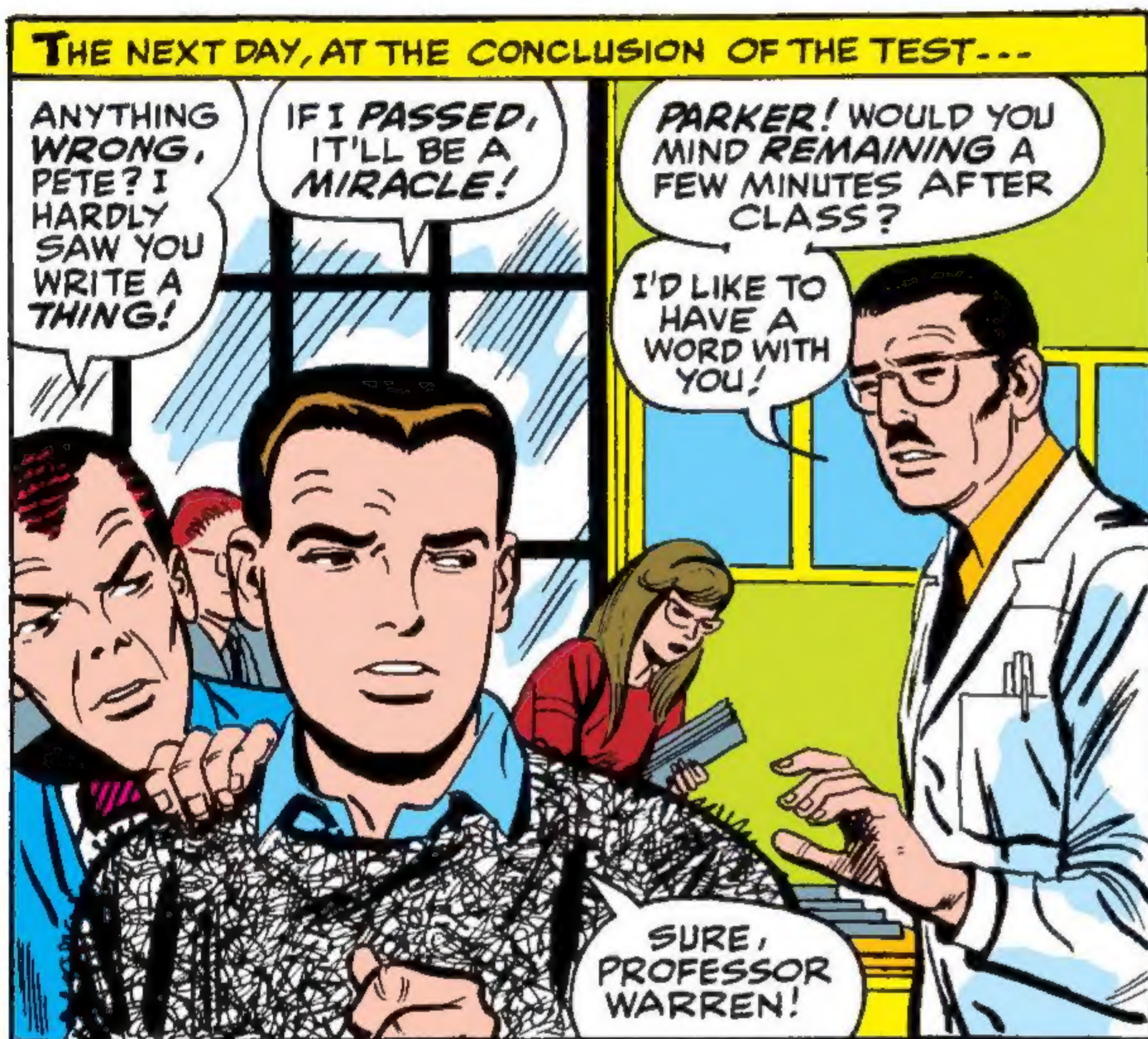


SHE DEVOTED MOST OF HER LIFE.. REPLACING THE MOTHER.. THAT I NEVER HAD!

AND, I SHOW MY GRATITUDE.. BY NEVER BEING THERE... WHEN SHE NEEDS ME!

I'VE GOT A ROUGH EXAM TOMORROW.. BUT THERE'S NO USE TRYING TO STUDY...

I'D NEVER BE ABLE TO CONCENTRATE.. NOT NOW!



THE NEXT DAY, AT THE CONCLUSION OF THE TEST...

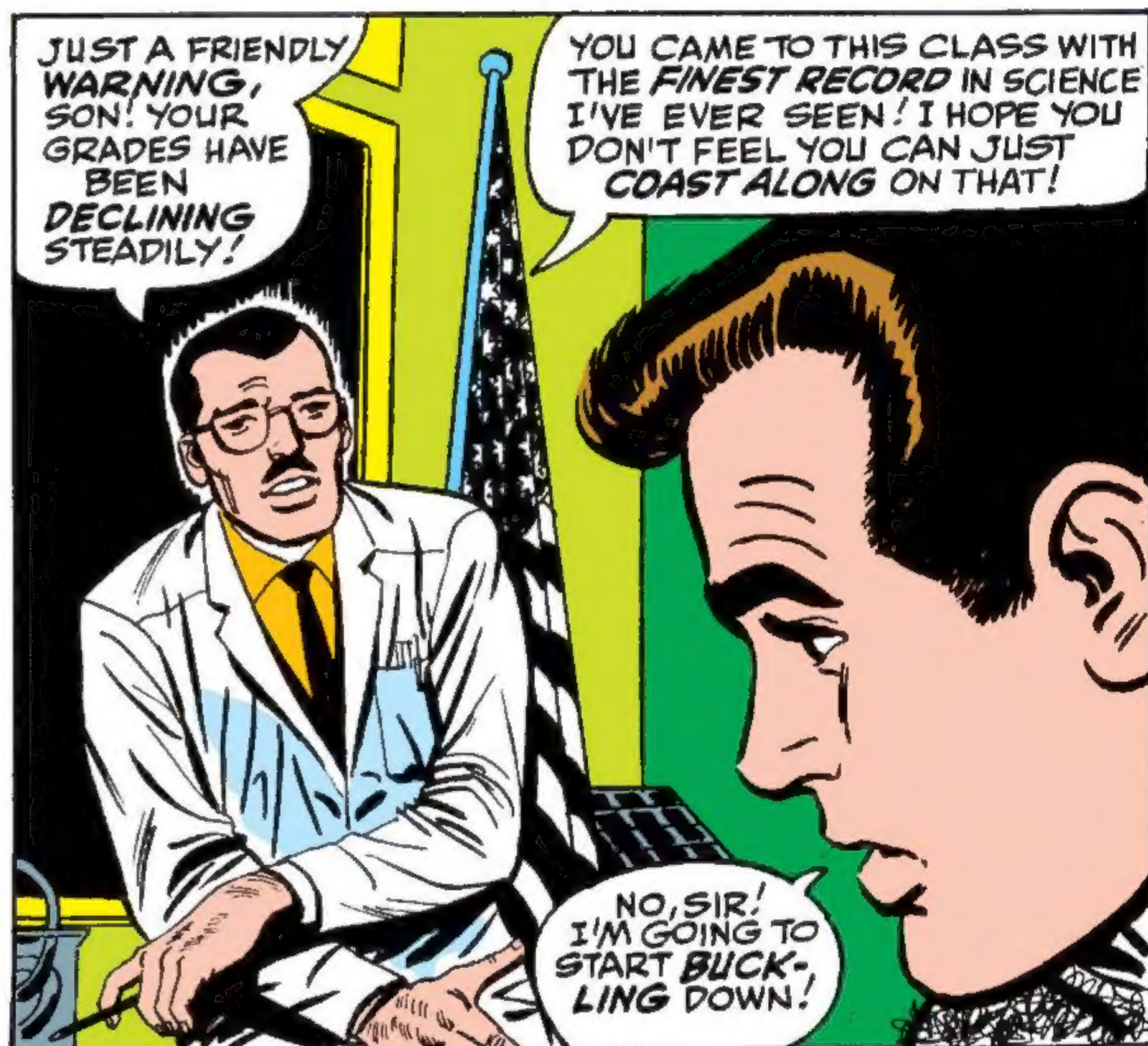
ANYTHING WRONG, PETE? I HARDLY SAW YOU WRITE A THING!

IF I PASSED, IT'LL BE A MIRACLE!

PARKER! WOULD YOU MIND REMAINING A FEW MINUTES AFTER CLASS?

I'D LIKE TO HAVE A WORD WITH YOU!

SURE, PROFESSOR WARREN!



JUST A FRIENDLY WARNING, SON! YOUR GRADES HAVE BEEN DECLINING STEADILY!

YOU CAME TO THIS CLASS WITH THE FINEST RECORD IN SCIENCE I'VE EVER SEEN! I HOPE YOU DON'T FEEL YOU CAN JUST COAST ALONG ON THAT!

NO, SIR! I'M GOING TO START BUCKLING DOWN!



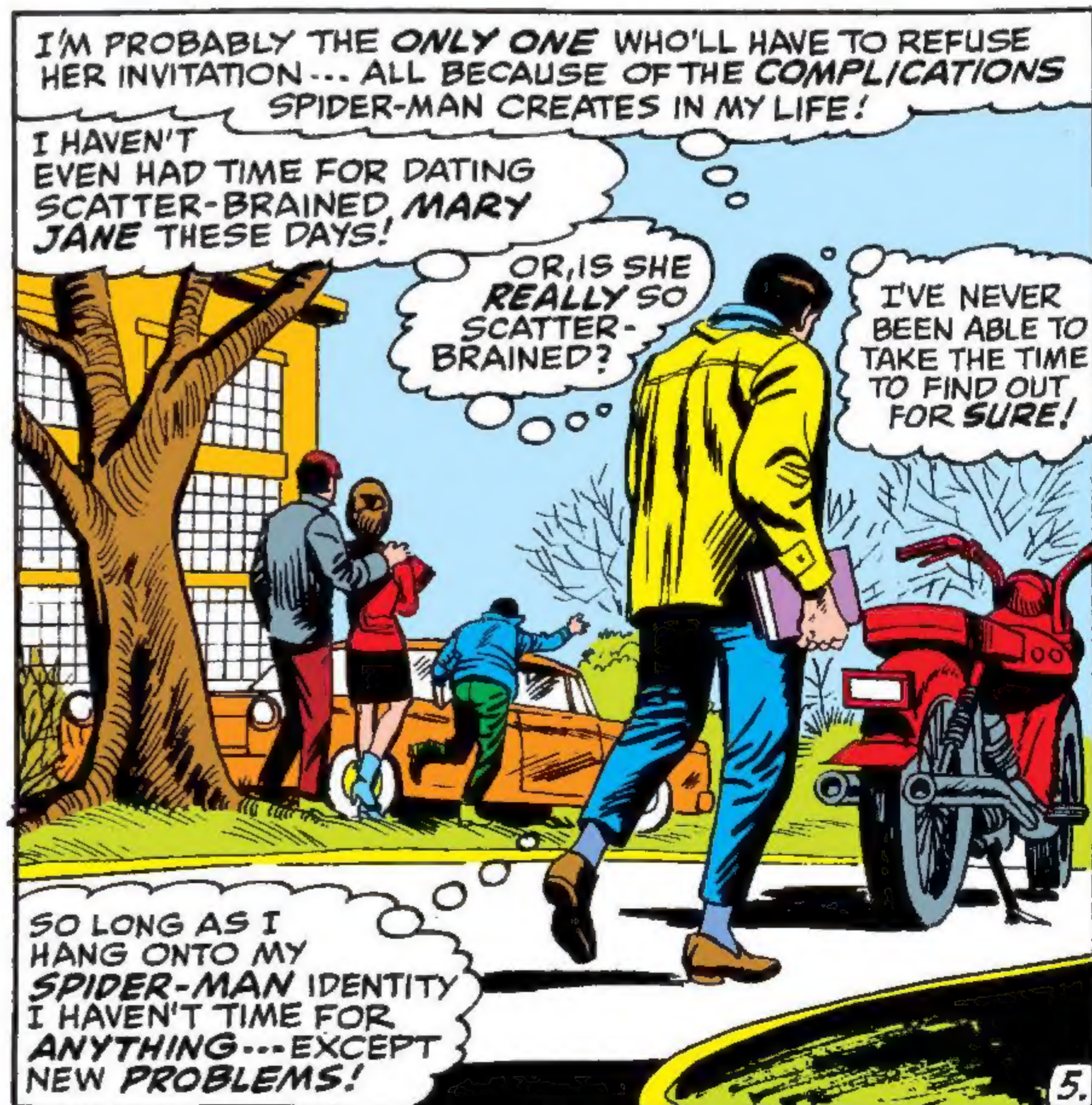
OH, PETER! I'M HAVING A LITTLE GET-TOGETHER AT HOME TONIGHT!

I'D LOVE YOU TO BE THERE, IF YOU CAN!

I'VE BEEN WAITING FOR GWEN TO ASK ME! BUT WITH AUNT MAY SO ILL... AND MY GRADES SO LOW...

GEE, I'M SORRY, GWEN! WOULD YOU MIND IF I TAKE A RAIN CHECK, INSTEAD?

COURSE NOT, PETE! THOUGH I AM DIS-APPOINTED!



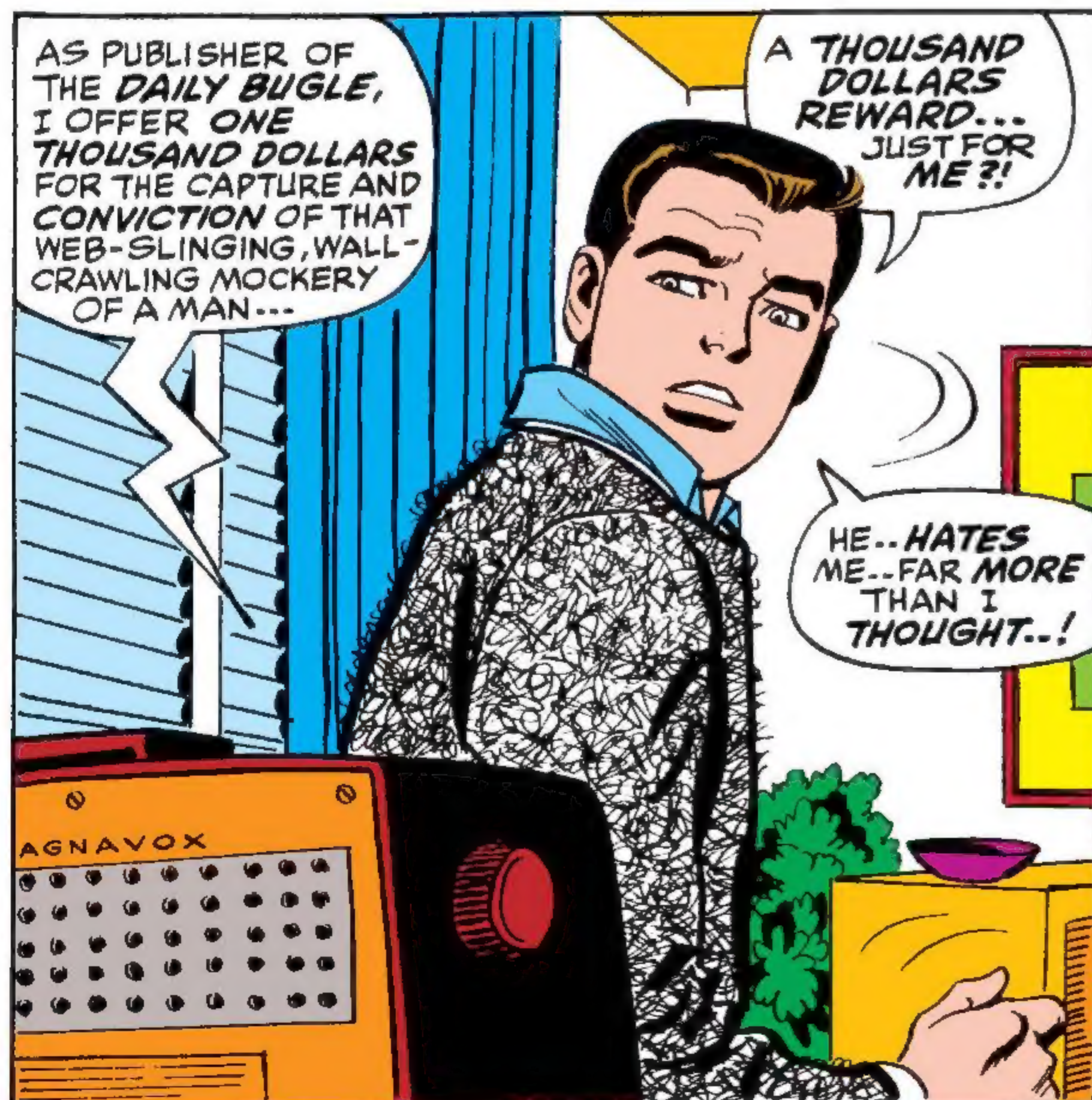
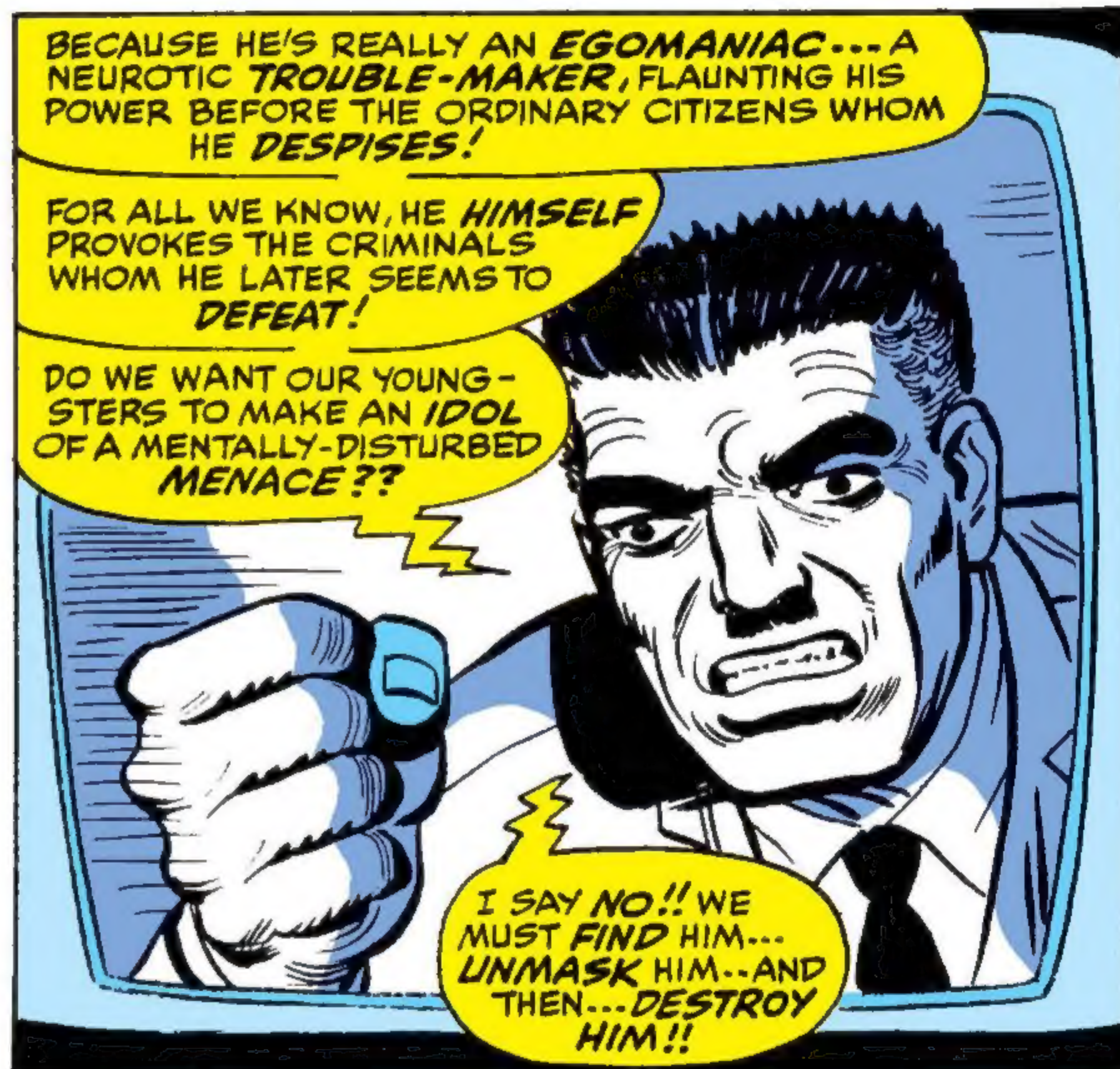
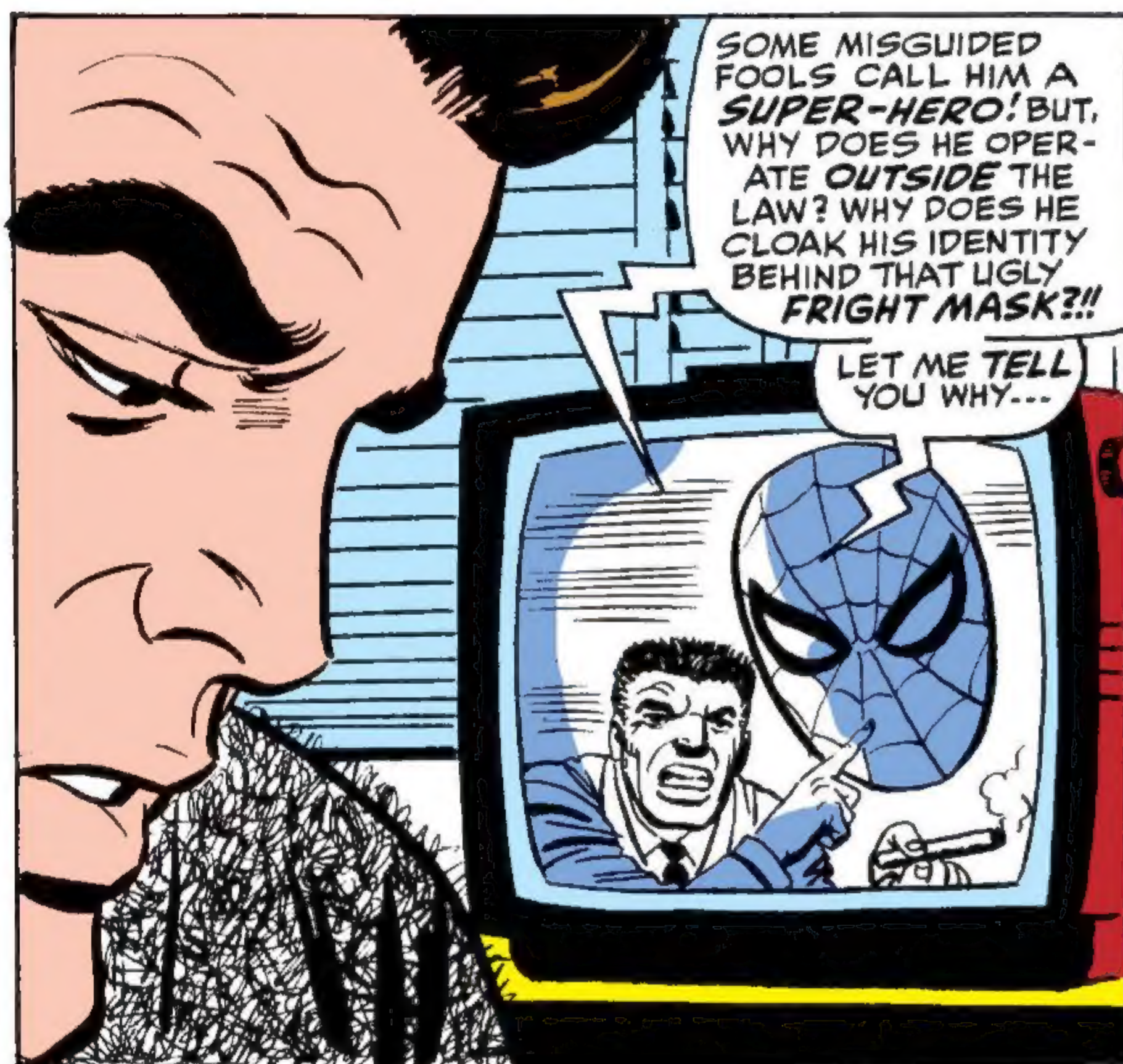
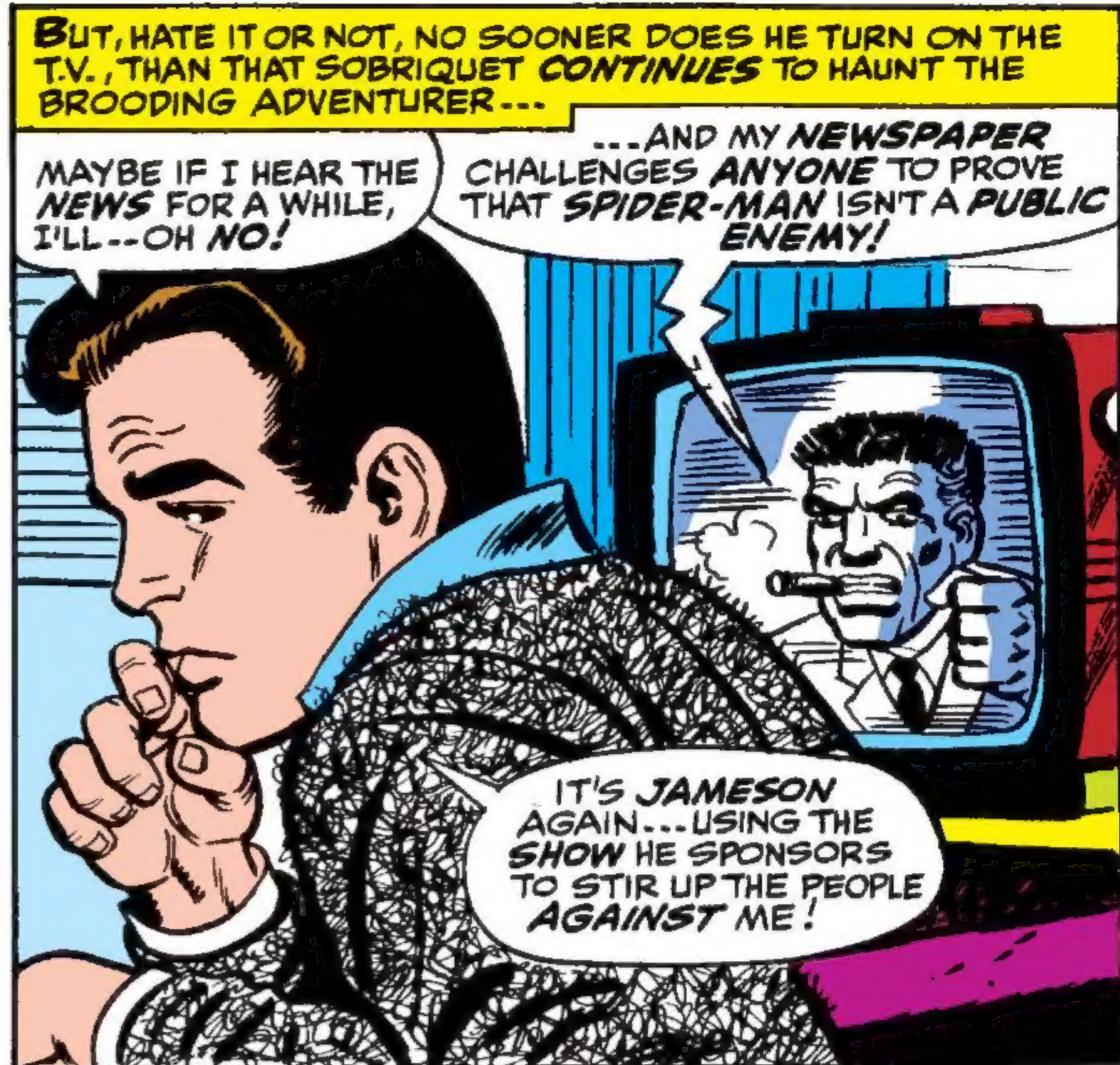
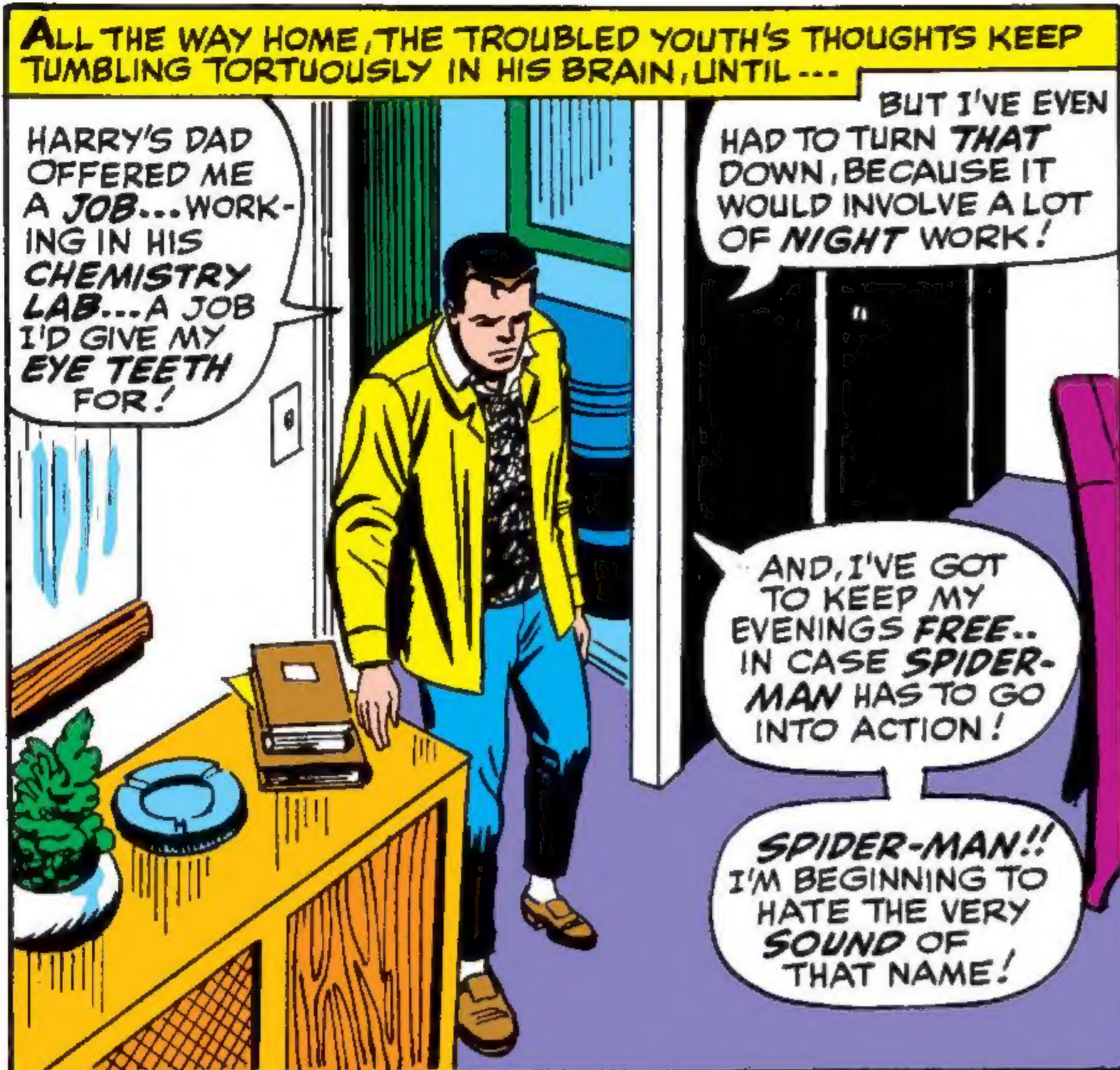
I'M PROBABLY THE ONLY ONE WHO'LL HAVE TO REFUSE HER INVITATION... ALL BECAUSE OF THE COMPLICATIONS SPIDER-MAN CREATES IN MY LIFE!

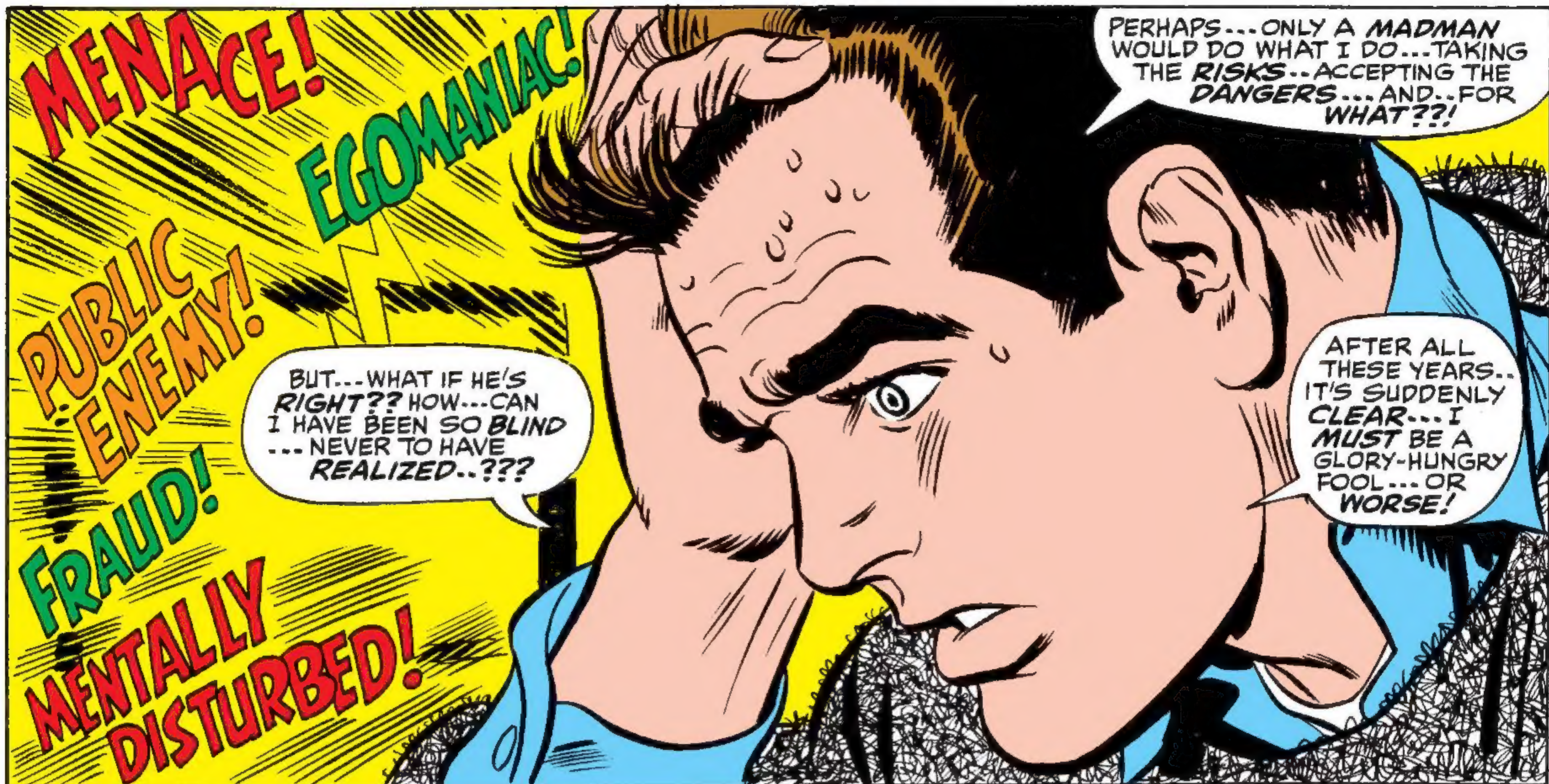
I HAVEN'T EVEN HAD TIME FOR DATING SCATTER-BRAINED, MARY JANE THESE DAYS!

OR, IS SHE REALLY SO SCATTER-BRAINED?

I'VE NEVER BEEN ABLE TO TAKE THE TIME TO FIND OUT FOR SURE!

SO LONG AS I HANG ONTO MY SPIDER-MAN IDENTITY I HAVEN'T TIME FOR ANYTHING... EXCEPT NEW PROBLEMS!



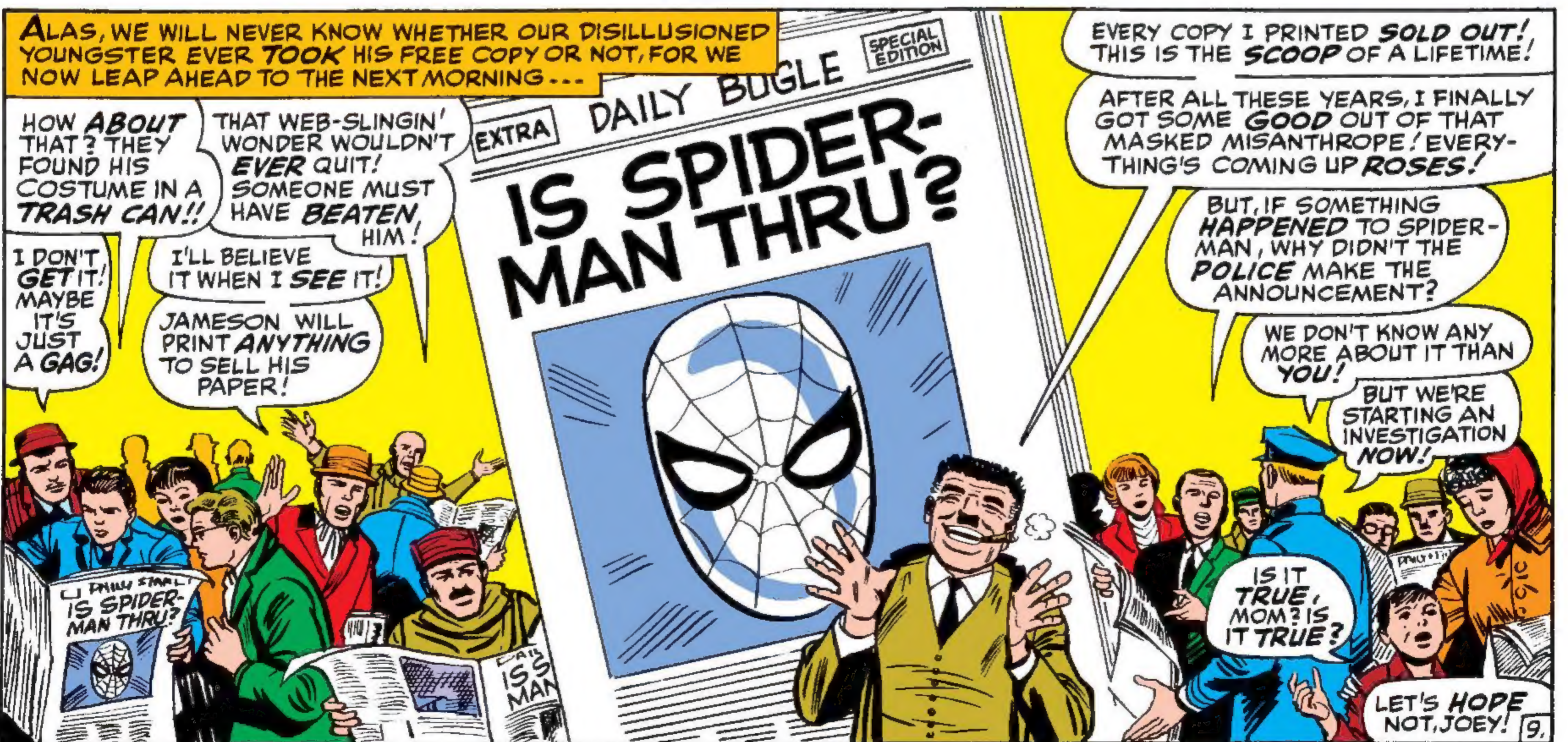
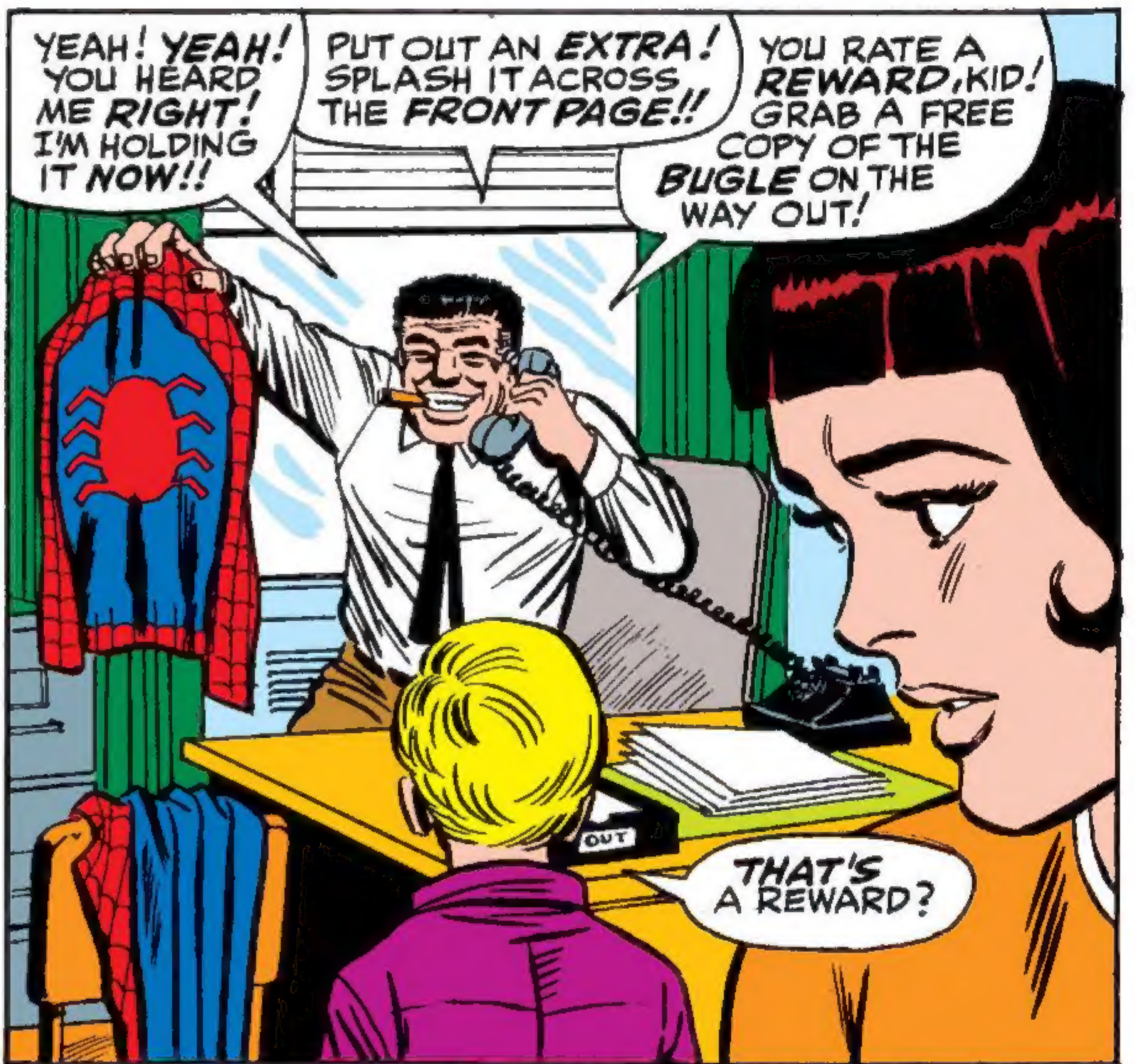


I WAS JUST A YOUNG,
UNTHINKING **TEENAGER**...
WHEN I FIRST BECAME...
SPIDER-MAN...

BUT, THE YEARS
HAVE A WAY OF
SLIPPING BY...OF
CHANGING THE
WORLD ABOUT
US...

AND EVERY BOY...
SOONER OR LATER...
MUST PUT AWAY HIS
TOYS.. AND BECOME..
A **MAN**!







NEEDLESS TO SAY, IT DOESN'T TAKE LONG FOR THE T.V. NETWORKS TO COVER THE BIGGEST HUMAN-INTEREST STORY OF THE YEAR--!

I'LL GIVE THE FOLKS A CLOSE-UP VIEW OF IT, JOHNNY!

LET'S NOT FORGET TO MENTION THAT IT WAS MY *DAILY BUGLE* THAT FIRST PUBLISHED THE NEWS!

AS A PUBLIC SERVICE, OF COURSE!

WE'RE OFFERING A BARGAIN SUBSCRIPTION RATE RIGHT NOW!

SUPPOSE WE GET THE CONVERSATION BACK TO SPIDER-MAN, MR. JAMESON--!

NATURALLY! NATURALLY! YOU DON'T THINK I WAS TRYING FOR A FREE PLUG, DO YOU?

OH, PERISH FORBID!

IN FACT, ON JUST ABOUT EVERY MAJOR CHANNEL, THE SUBJECT IS THE SAME...

DO YOU FEEL THAT THE HUMAN ARACHNID'S PROCLIVITIES PRECLUDE THE POSSIBILITY OF THIS BEING MERELY A MONUMENTAL BIT OF CHICANERY?

WHAT DO YOU GENTLEMEN THINK IS THE ANSWER?

IT'S OBVIOUS TO ME THAT THE UNDERWORLD HAS FINALLY DONE AWAY WITH HIM!

I'D RATHER NOT ANSWER THAT, DAVID!

BECAUSE OF ITS POSSIBLE IMPACT ON OUR VIEWERS?

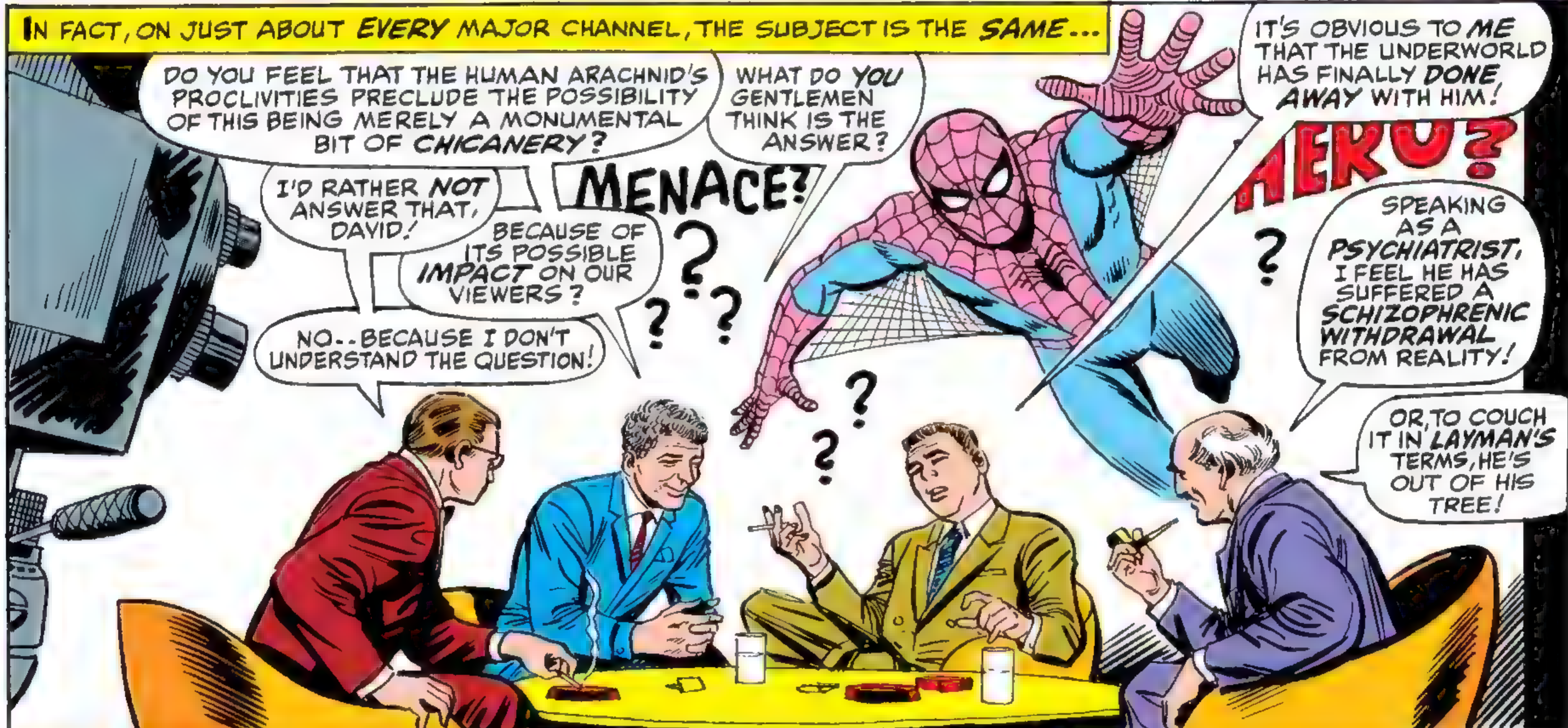
NO... BECAUSE I DON'T UNDERSTAND THE QUESTION!

MENACE?

HERO?

SPEAKING AS A PSYCHIATRIST, I FEEL HE HAS SUFFERED A SCHIZOPHRENIC WITHDRAWAL FROM REALITY!

OR, TO COUCH IT IN LAYMAN'S TERMS, HE'S OUT OF HIS TREE!



AND, AMONGST THE HIGHEST ECHELONS OF THE UNDERWORLD, THE REACTION IS EQUALLY FAST AND FAR-REACHING...

THIS IS THE MOMENT WE'VE BEEN WAITING FOR!

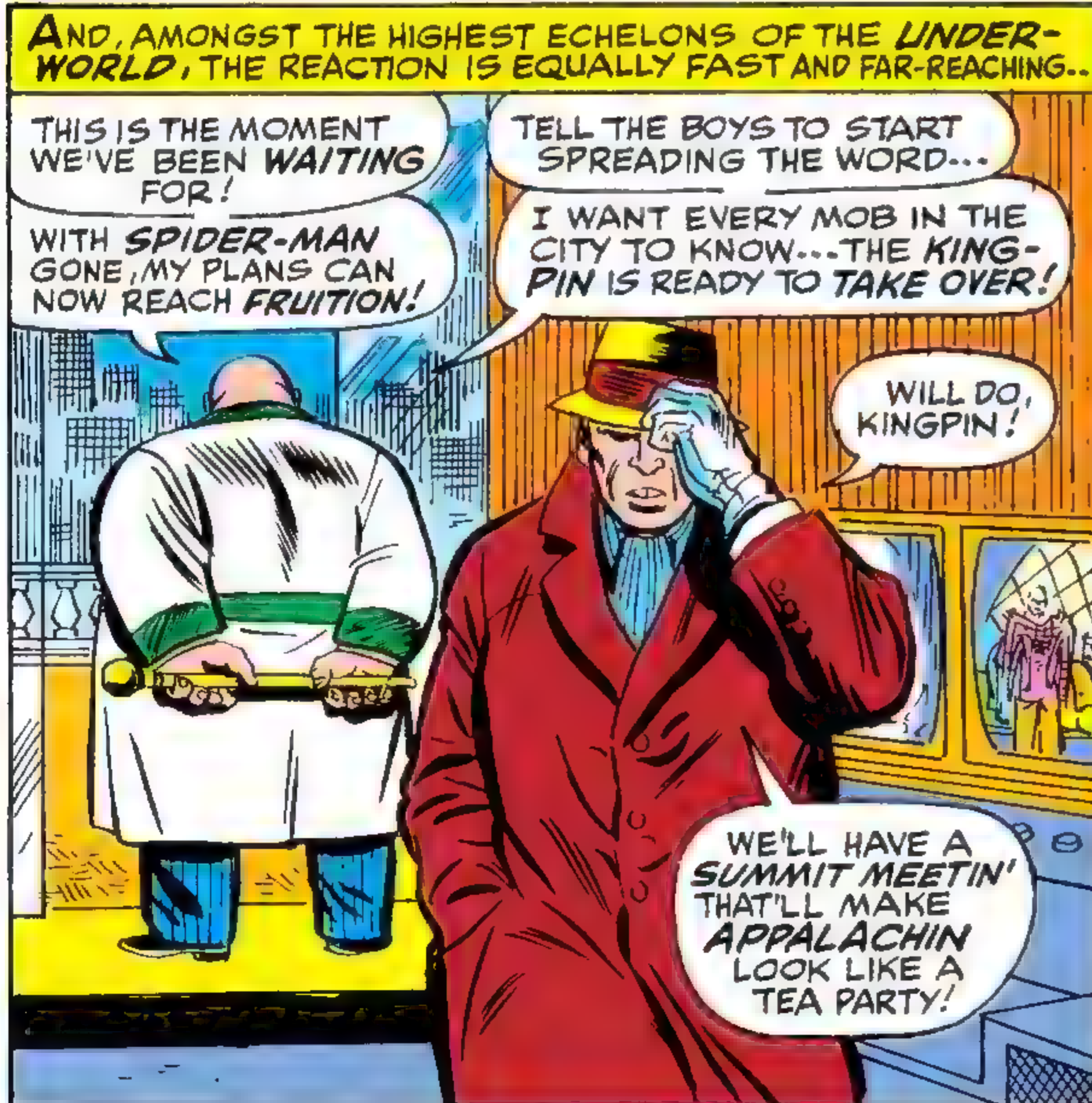
WITH SPIDER-MAN GONE, MY PLANS CAN NOW REACH FRUITION!

TELL THE BOYS TO START SPREADING THE WORD...

I WANT EVERY MOB IN THE CITY TO KNOW... THE KINGPIN IS READY TO TAKE OVER!

WILL DO, KINGPIN!

WE'LL HAVE A SUMMIT MEETIN' THAT'LL MAKE APPALACHIN LOOK LIKE A TEA PARTY!

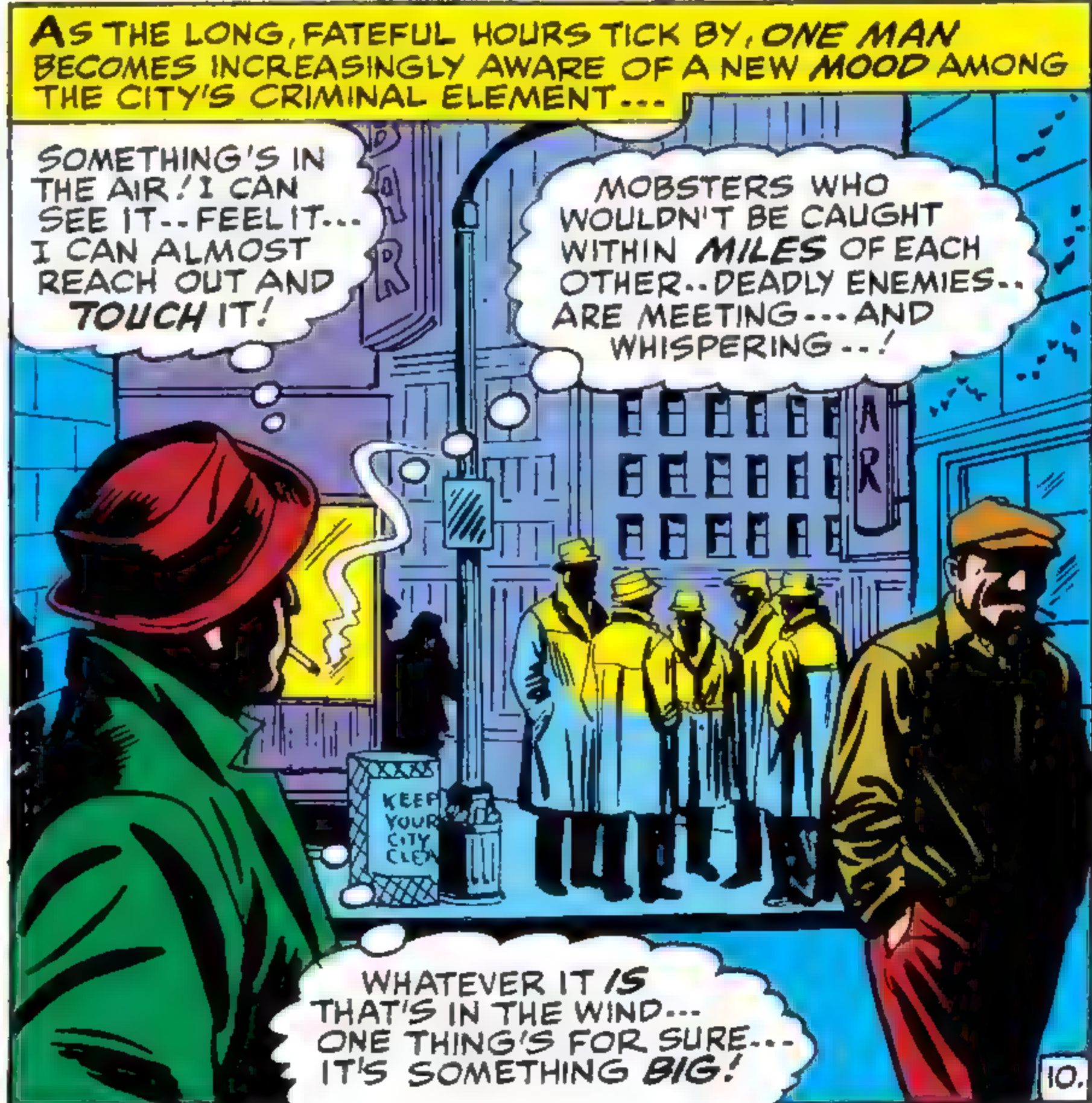


AS THE LONG, FATEFUL HOURS TICK BY, ONE MAN BECOMES INCREASINGLY AWARE OF A NEW MOOD AMONG THE CITY'S CRIMINAL ELEMENT...

SOMETHING'S IN THE AIR! I CAN SEE IT--FEEL IT... I CAN ALMOST REACH OUT AND TOUCH IT!

MOBSTERS WHO WOULDN'T BE CAUGHT WITHIN MILES OF EACH OTHER... DEADLY ENEMIES... ARE MEETING... AND WHISPERING...!

WHATEVER IT IS THAT'S IN THE WIND... ONE THING'S FOR SURE... IT'S SOMETHING BIG!





AND IT WON'T BE LONG BEFORE **PATCH**, THE STOOL PIGEON, FINDS OUT WHAT'S GOING ON!



HOLD IT, PUNK! WHERE D'YA THINK YOU'RE GOIN'? THIS ISN'T YOUR TERRITORY... SO TAKE A POWDER!

HEY! WHAT **GIVES**, BLACKIE? YOU KNOW ME! IT'S OL' **PATCH**! I JUST WANT IN ON THE ACTION!

NOT **THIS** TIME, SMALL FRY! GO'WAN BACK TO PICKIN' POCKETS... YER OUTTA YER LEAGUE HERE!

DON'T MAKE I'M TELL YA **TWICE**, CREEP!



I WAS **RIGHT**! SOME OF THE BIGGEST MOBSTERS IN THE EAST ARE GETTING TOGETHER!

AND THEY'RE NOT DOING IT JUST BECAUSE THEY'RE **LOVELY**!

I'D BETTER TAKE OFF AND MAKE MY OWN PLANS BEFORE THEY GET **SUSPICIOUS** OF ME!



AND, AS THE THOUGHTFUL STOOLE SLOWLY FADES INTO THE DEEPENING SHADOWS...

WITH **SPIDER-MAN** GONE, THE **KINGPIN** IS READY TO TAKE OVER AS **HEAD MAN** OF THE MOBS!

ANY QUESTIONS?

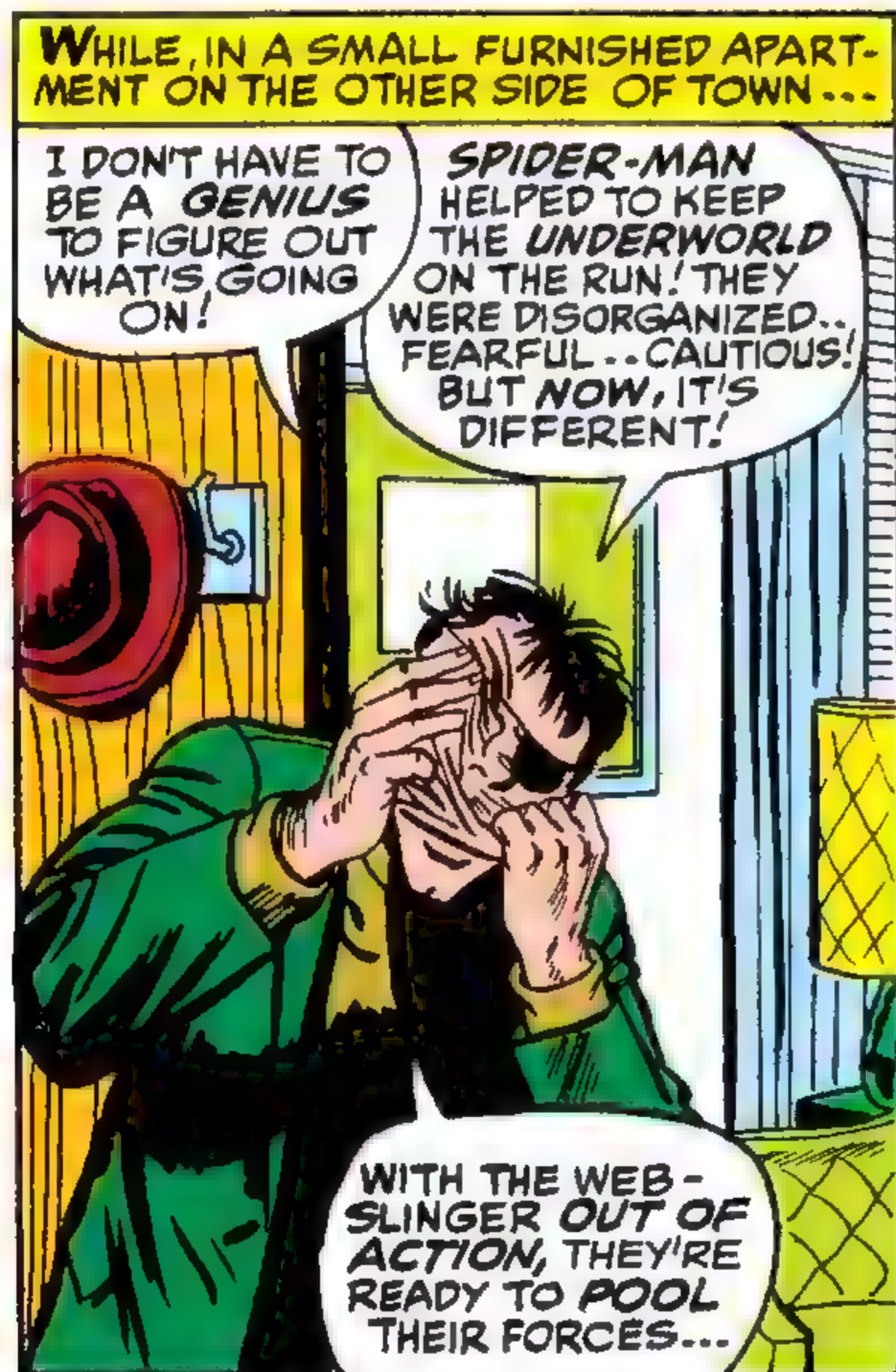
WHY DON'T HE TELL US HIMSELF? I DON'T DEAL WITH **STOOGES**!

RELAX, SHORTY! YOU KNOW THE **KINGPIN** LIKES TO STAY IN THE BACKGROUND!

IF ANYONE IS GONNA TAKE CONTROL AROUND HERE, THE **KINGPIN'S** OUR BOY!

UP TO NOW, I ALWAYS BEEN MY OWN BOSS! I DON'T LIKE IT!

THEN START LIKIN' IT, MISTER! WHAT THE **KINGPIN** SAYS AROUND HERE.. GOES!



WHILE, IN A SMALL FURNISHED APARTMENT ON THE OTHER SIDE OF TOWN...

I DON'T HAVE TO BE A **GENIUS** TO FIGURE OUT WHAT'S GOING ON!

SPIDER-MAN HELPED TO KEEP THE **UNDERWORLD** ON THE RUN! THEY WERE DISORGANIZED... FEARFUL... CAUTIOUS! BUT NOW, IT'S DIFFERENT!

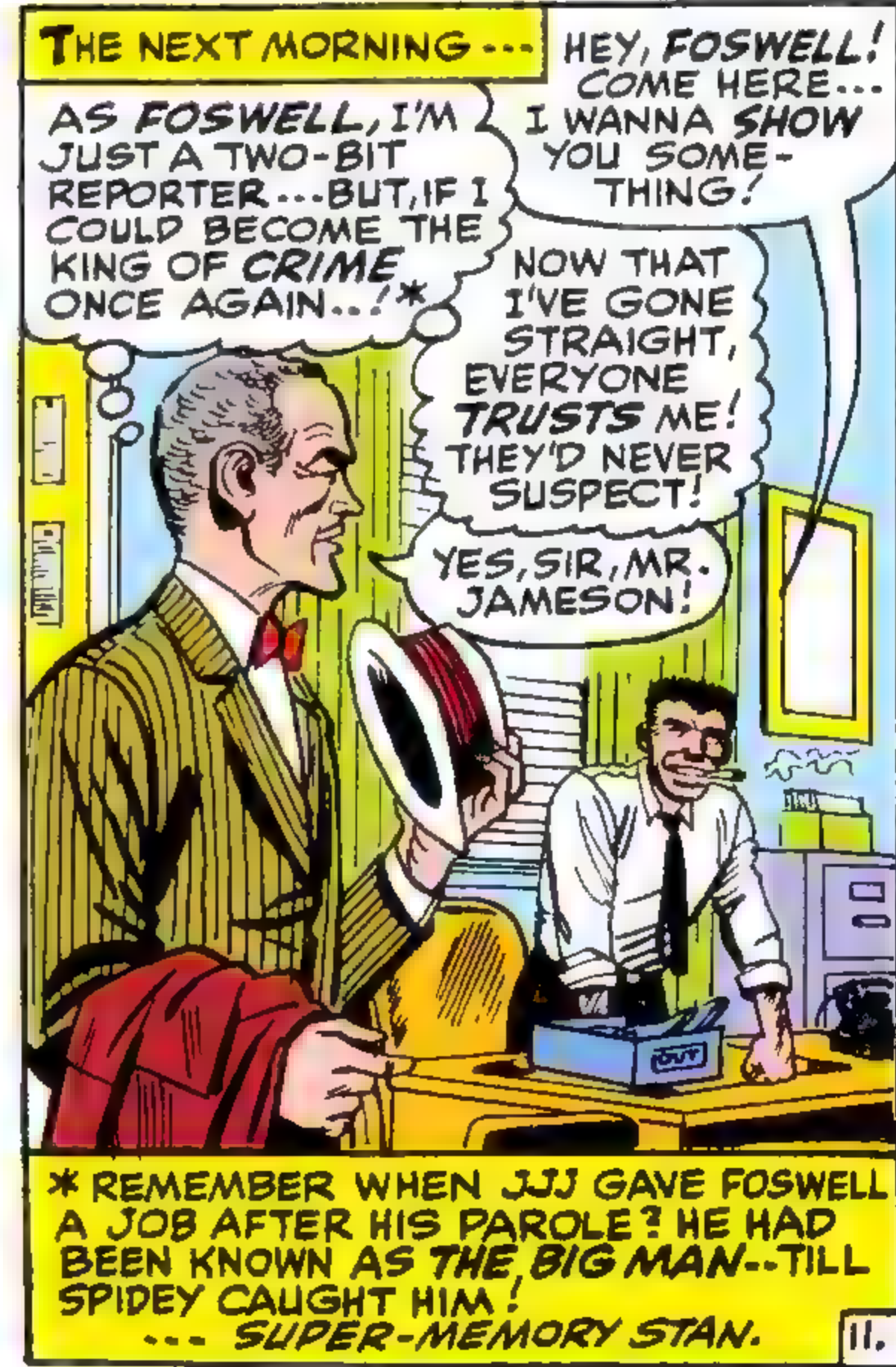
WITH THE **WEB-SLINGER** OUT OF ACTION, THEY'RE READY TO POOL THEIR FORCES...



JUDGING BY THE ONES I'VE SEEN, IT COULD BE THE MOST **POWERFUL** ARMY OF CRIME EVER ASSEMBLED!

AND, SINCE **SOMEBODY** WILL HAVE TO **LEAD** THEM... WHY COULDN'T IT BE... THE MAN CALLED **PATCH**?!!

NOT A MAN ALIVE KNOWS THAT I'M **REALLY** **FREDRICK FOSWELL**!



THE NEXT MORNING...

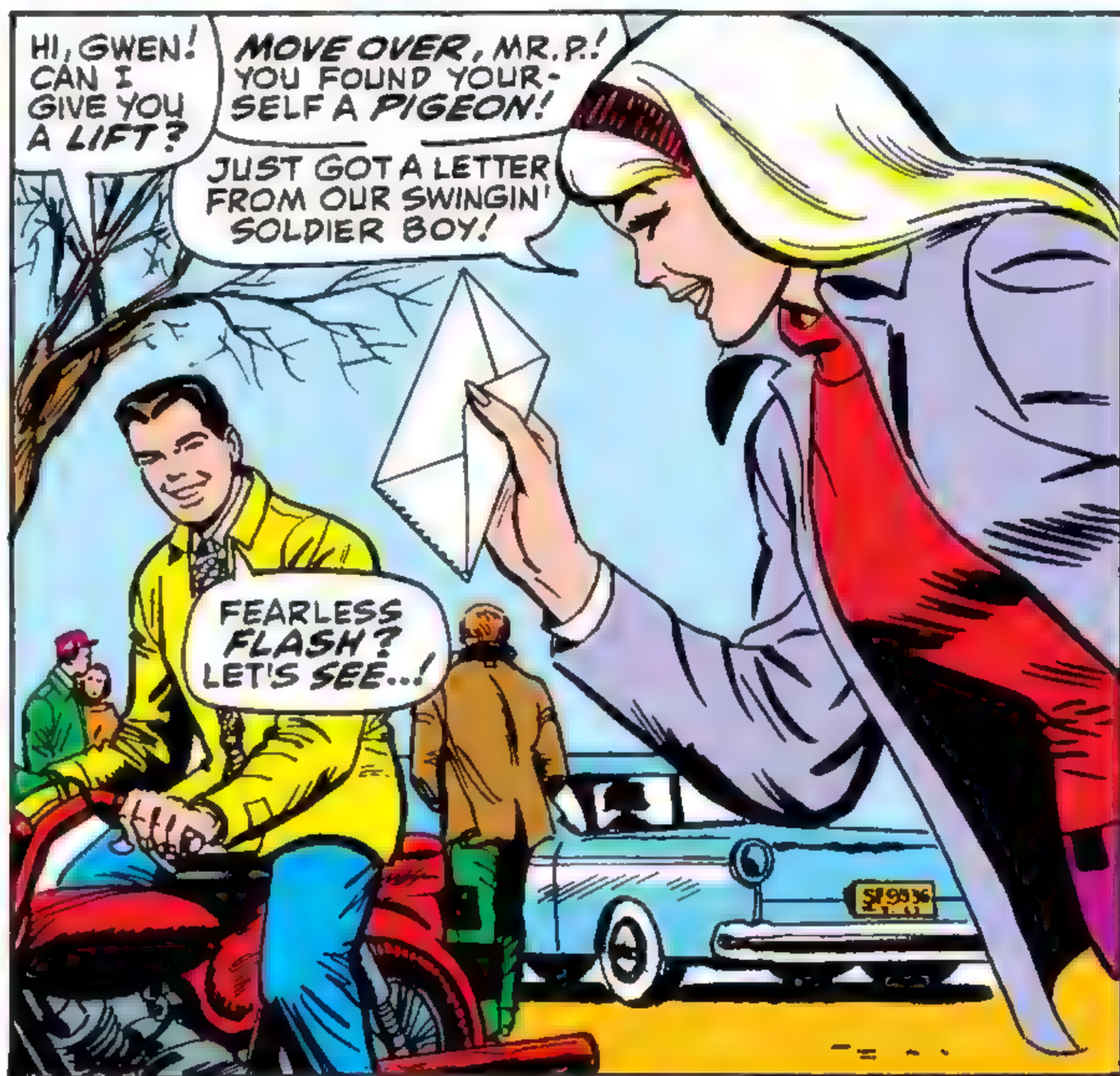
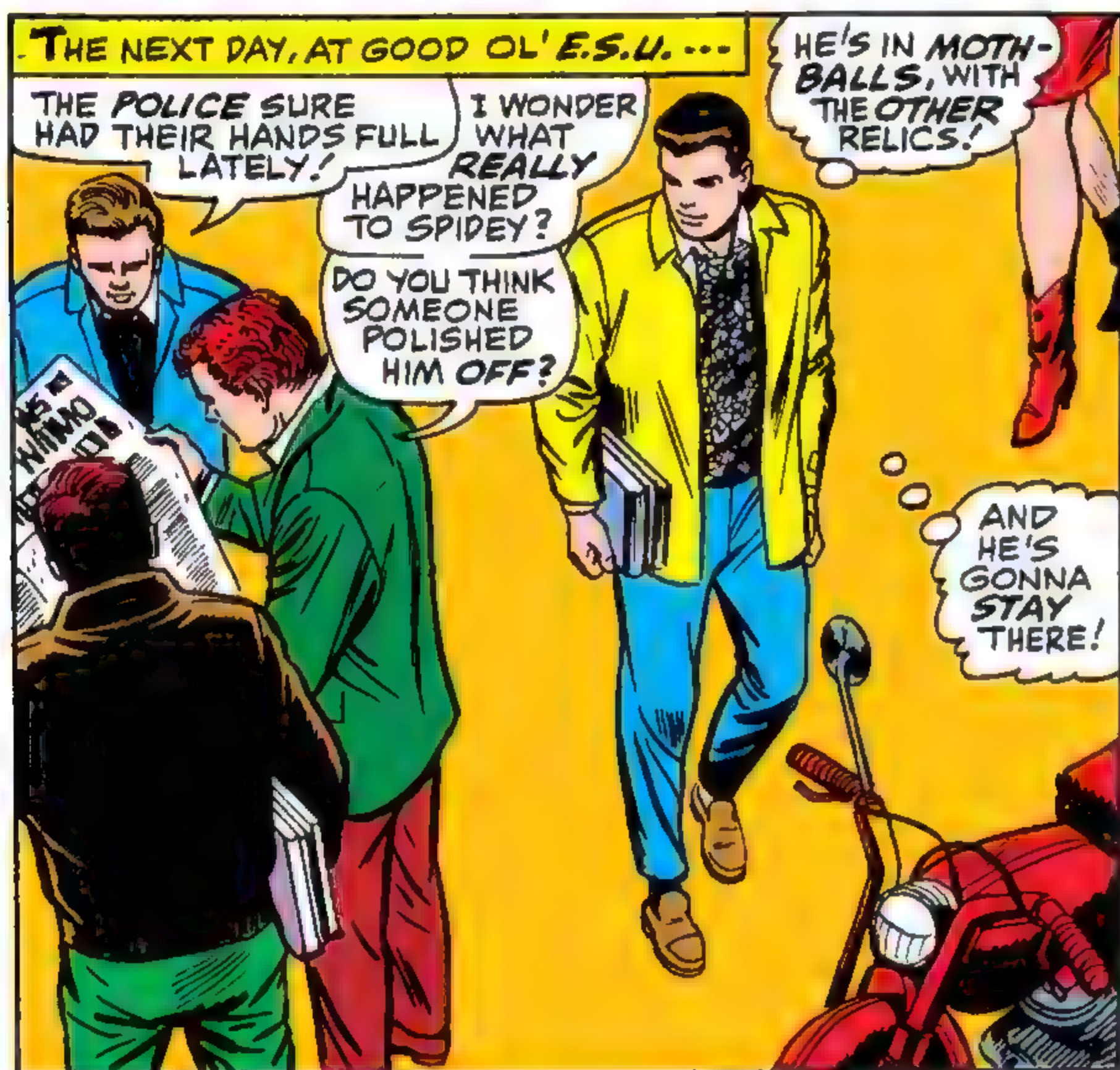
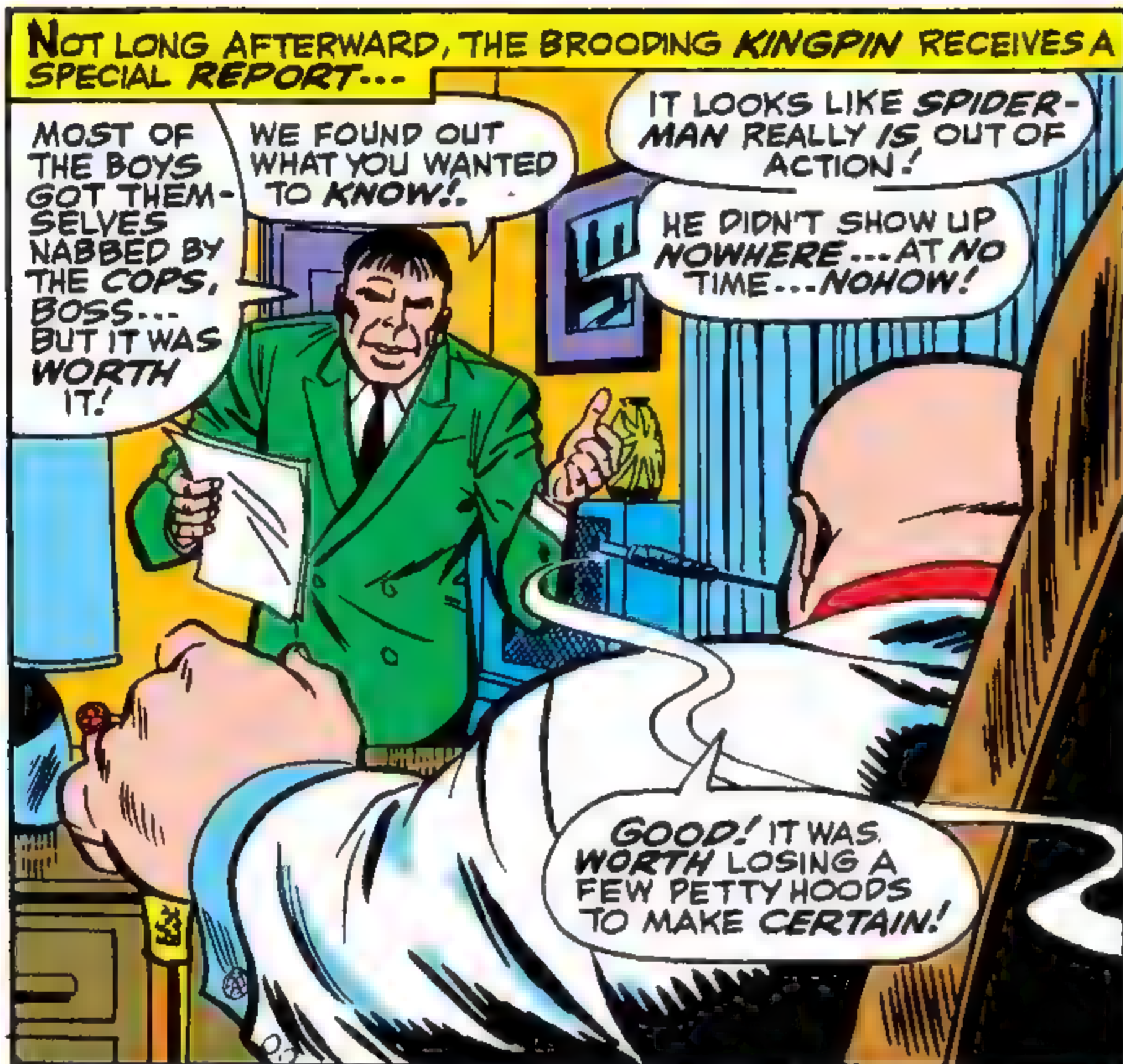
AS **FOSWELL**, I'M JUST A TWO-BIT REPORTER... BUT, IF I COULD BECOME THE **KING OF CRIME** ONCE AGAIN...!

HEY, **FOSWELL**! COME HERE... I WANNA SHOW YOU SOMETHING!

NOW THAT I'VE GONE STRAIGHT, EVERYONE **TRUSTS** ME! THEY'D NEVER SUSPECT!

YES, SIR, MR. **JAMESON**!

* REMEMBER WHEN **JJJ** GAVE **FOSWELL** A JOB AFTER HIS PAROLE? HE HAD BEEN KNOWN AS THE **BIG MAN**--TILL **SPIDEY** CAUGHT HIM!
... **SUPER-MEMORY STAN.**



THEN, TWO OUNCES OF GASOLINE LATER...

AUNT MAY! YOU'RE SITTING UP... YOU'RE BETTER! GOSH, THAT'S TERRIFIC!

IS THERE ANYTHING YOU NEED? ANYTHING I CAN GET YOU?

BUT DON'T ASK FOR CARY GRANT... HE'S OUT OF TOWN!

OH, PETER DEAR... YOU ALWAYS CHEER ME UP SO!

I TOLD YOU HE'D BE HERE RIGHT AFTER CLASS, MAY DEAR!

QUICK! SOMEONE CALL THE BEAUTY PARLOR! IT'S AN EMERGENCY!

A LIVING, BREATHING MALE WALKED IN AND DIDN'T NOTICE ME! I'M A WASHOUT! A HAS-BEEN! IT'S THE UTTER END, FRIEND!

OH... HI, MARY JANE! I DIDN'T KNOW YOU WERE HERE!

OBVIOUSLY, DAD... OR, YOU'D HAVE ARRIVED EVEN SOONER!

WELL, IT'S YOUR LOSS, TIGER! HAVE TO CUT OUT NOW... I'M LATE FOR REHEARSAL!

KNOCK 'EM DEAD, LADY!

WITH THESE NEW THREADS AUNT ANNA JUST STITCHED FOR ME, HOW CAN I MISS?

IF YOUR WHEELS ARE POINTED IN THE RIGHT DIRECTION, PETEY-O... THIS COULD BE YOUR LUCKY DAY!

SORRY, MJ... I'D BETTER STAY WITH AUNT MAY FOR A WHILE!

NO SWEAT, NICE BOY!

FINALLY, AS TWILIGHT BEGINS TO FALL...

I FEEL LIKE A MILLION BUCKS! NO MORE WORRIES... NO MORE PROBLEMS...

I SHOULD'A KISSED SPIDEY OFF LONG AGO!

NO MORE GUILT FEELINGS ABOUT AUNT MAY...

AND, I'LL HAVE PLENTY OF TIME TO STUDY TONIGHT!

YEP, THIS IS THE LIFE, ALL RIGHT!

I NEVER HAD IT SO GOOD BEFORE!

IT'LL BE A PLEASURE TO KNOW WHAT THEY'RE TALKING ABOUT IN CLASS!

WONDER IF GWEN WILL NOTICE THE DIFFERENCE?

BUT, EVEN AS THE SEEMINGLY-RETIRED SUPERHERO LUXURIATES IN HIS ROOM, BUSINESS GOES ON AS USUAL THROUGHOUT THE CITY...

FASTER, MAC! WE AIN'T GOT ALL DAY!

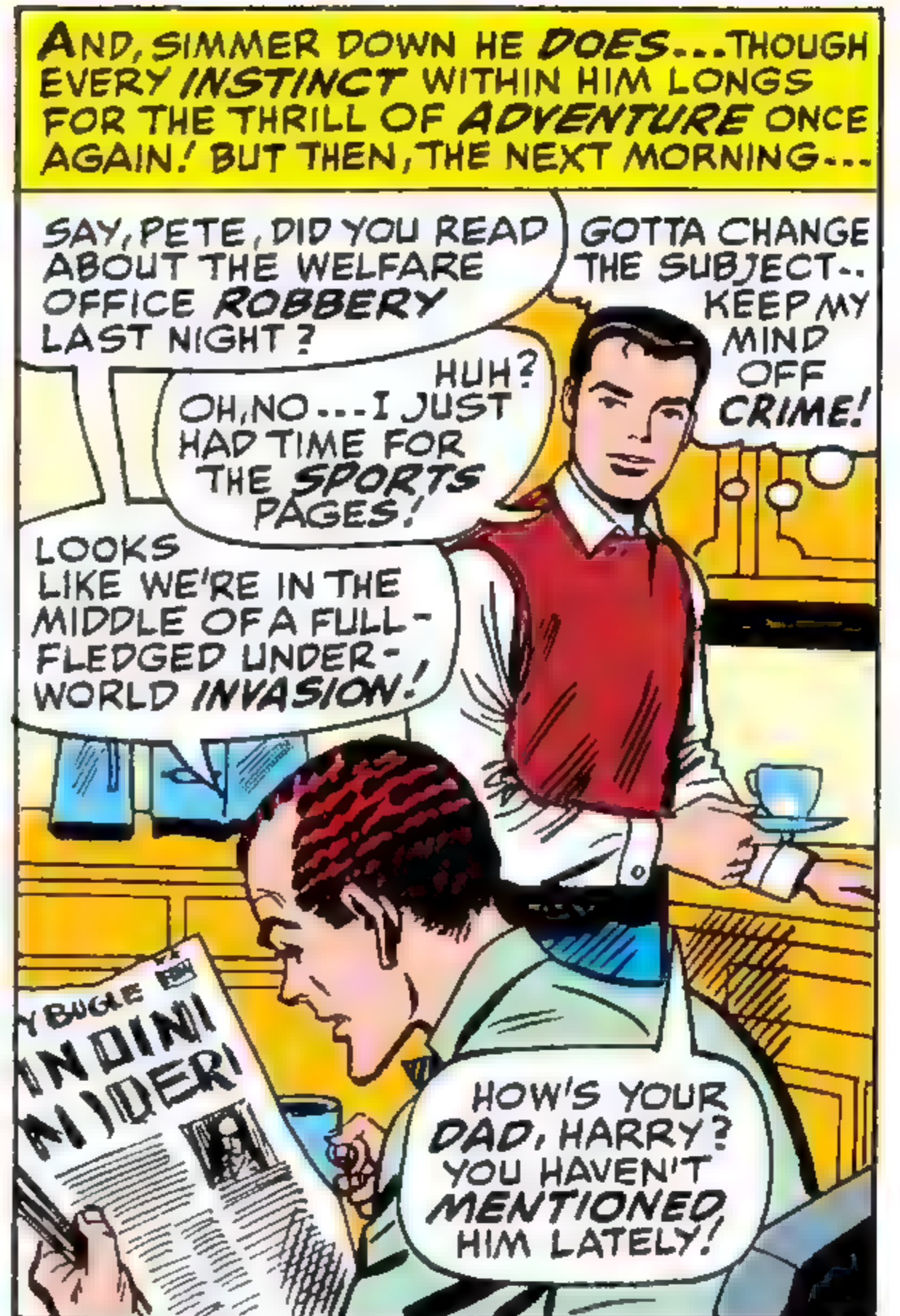
BUT, THIS MONEY IS FOR WELFARE!

YEAH... THE KINGPIN'S WELFARE! NOW SHUDDUP AND KEEP LOADIN' THAT CASE!

A WEST-SIDE WELFARE OFFICE HAS JUST BEEN ROBBED OF ITS TOTAL CASH ALLOTMENT, DESTINED FOR THE CITY'S NEEDY...

A ROBBERY! ON THE WEST SIDE!

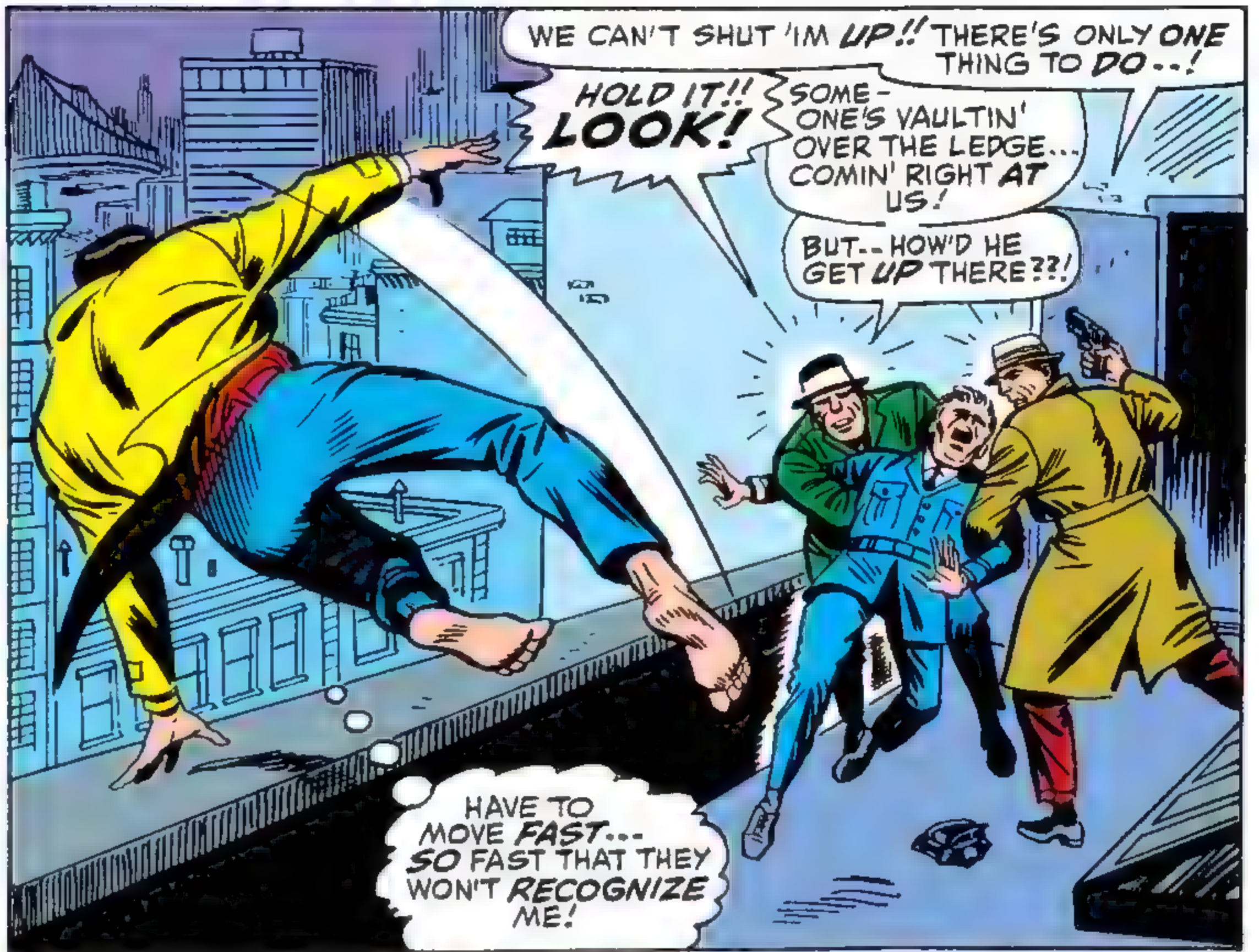
IF THAT MONEY ISN'T RECOVERED, WHAT HAPPENS TO RELIEF PAYMENTS THIS MONTH?





IT'S THE **WATCHMAN**... HE'S **OUTNUMBERED**... IF I DON'T GET THERE **FAST**...!

THEY'RE TOO DANGEROUSLY CLOSE TO THE EDGE OF THE **ROOF**!!



WE CAN'T SHUT 'IM **UP**!! THERE'S ONLY ONE THING TO **DO**...!

HOLD IT!! LOOK!

SOME-ONE'S **VAULTIN'** OVER THE LEDGE... COMIN' RIGHT AT US!

BUT--HOW'D HE GET **UP** THERE??!

HAVE TO MOVE **FAST**... SO FAST THAT THEY WON'T **RECOGNIZE** ME!



THE **WATCHMEN** HASN'T **SEEN** ME YET....!

AND THESE TWO **HOODS** WON'T GET A CHANCE TO SEE ANYTHING!



WAIT! I...I DON'T KNOW WHO YOU **ARE**... OR WHERE YOU **CAME** FROM... BUT...YOU PREVENTED A **ROBBERY**...

AND...YOU PROBABLY **SAVED** MY **LIFE**!

I'VE GOT TO KEEP IN THE **SHADOWS**... MAKE MY WAY DOWN THE **STAIRS**... CAN'T EVEN LET HIM HEAR MY **VOICE**!

THE **WATCHMAN**... HE REMINDS ME OF SOMEONE... SOMEONE FROM THE **PAST**...

I DON'T **UNDERSTAND**!! HOW DID YOU **DO** IT??

IF YOU **WAIT**... THERE'S BOUND TO BE A **REWARD**!

ALL RIGHT...I WON'T TRY TO **STOP** YOU...YOU MUST HAVE YOUR **REASONS**...



MINUTES LATER...

WELL, I **DID** IT! AFTER ALL MY **PLEDGES**... ALL MY **BIG PLANS**... I REVERTED TO **TYPE** AT THE FIRST CHANCE I GOT!

AND YET...HOW COULD I HAVE DONE ANYTHING **ELSE**?

A MAN'S VERY **LIFE** WAS IN **DANGER**....!

I SEEM TO REMEMBER... FEELING THIS WAY... ONCE **BEFORE**! WHEN WAS IT...?

